STAR
THE
EMPIRE
STRIKES BACK
WARS™

S T A R W A R S

EPISODE FIVE

THE EMPIRE STRIKES BACK

BY

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AND

LARRY KASDAN

FROM THE NOVEL

BY

GEORGE LUCAS

FIFTH DRAFT FEBRUARY 20, 1979

1 EXT PLAIN OF HOTH - HELICOPTER SHOT - DAY 1

A white snowscape races toward camera ... the MAIN TITLE quickly recedes, followed by a roll-up.

Episode V:

THE EMPIRE STRIKES BACK ...
After the destruction of its most feared battle station, the Empire has declared martial law throughout the galaxy.

A thousand worlds have felt the oppressive hand of the Emperor as He attempts to crush the growing rebellion.

As the Imperial grip of tyranny tightens, Princess Leia and the small band of freedom fighters search for a more secure base of operations ...

The roll-up disappears into the bleak horizon.

2 EXT PLAIN OF HOTH - HELICOPTER SHOT - DAY 2

The camera tilts down bringing into view a small figure galloping across the windswept ice slope.

3 EXT PLAIN OF HOTH - DAY 3

A closer panning shot reveals a bundled rider on a large gray snow lizard, called a TAUNTAUN. Curving plumes of snow rise from beneath the speeding paws of the two-legged beast.

4 EXT PLAIN OF HOTH - SLOPE - DAY 4

The rider gallops up a slope and reins his lizard to a stop.

5 EXT PLAIN OF HOTH - SLOPE - DAY 5

He pulls off his protective goggles. It is LUKE SKYWALKER. He notices something in the sky and takes a pair of electro-binoculars from his utility belt.

REVISED 3/16/79

6 EXT PLAIN OF HOTH - LUKE'S POV - DAY 6

From LUKE'S POV, we follow a bright object as it falls to the ground. On the distant horizon, an explosion marks the point of impact.

R7 EXT PLAIN OF HOTH - SLOPE - DAY R7

The wind whips at Luke's fur-lined cap as he activates a com-link transmitter. His lizard is nervous.

LUKE
(to the Tauntaun)
Easy girl, it's just another meteorite.
(into com-link)
Echo 3 to Echo 7 .. Han ol' buddy, do you read me?

After a little static a familiar voice is heard.

HAN (OS)
(filtered)
Loud and clear, kid. What's up?

LUKE
I've finished my circle and I haven't picked up any life readings.

S7 EXT PLAIN OF HOTH - SLOPE - DAY S7

EXT LONG SHOT of bleak snow-covered landscape as a thin column of dark smoke blows in the wind.

HAN
(filtered)
There isn't enough life on this ice cube to fill a space cruiser. My sentry markers are placed. I'm heading back to the base.

T7 EXT PLAIN OF HOTH - SLOPE - DAY T7

LUKE
I'll see you shortly. A meteorite just hit the ground near here and I want to check it out ... Won't be long.

7 OMIT OMIT 7

8 EXT PLAIN OF HOTH - SLOPE - DAY 8

Luke clicks off his transmitter and reins back on his lizard, which seems frightened. Luke pats the beast on the head to calm it.

LUKE
Weeho, girl! What's the matter ... you smell something? There's nothing out there. I'll check again ...

Luke takes a small device from his belt and starts to adjust it when suddenly a large shadow falls over him from behind, followed by a monstrous HOWL. Luke turns and looks up at an eleven-foot high shape towering over him.

LUKE
Son of a jumpin . !!!

He grabs for his pistol, but is HIT flat in the face by a huge, white claw, knocking him into the snow.

9 EXT PLAIN OF HOTH - SLOPE - DAY 9

Luke falls unconscious into the snow. The terrified screams of the Tauntaun are cut short by the horrible snap of a neck being broken.

10 EXT PLAIN OF HOTH - SLOPE - DAY 10

The WAMPA ICE MONSTER grabs Luke by one ankle and drags him away.

R11 EXT METEORITE CRATER - SNOW PLAIN - DAY R11

Long shot of the snow and ice covered plain. The smoldering, blackened, crater can be seen in the distance.

S11 EXT METEORITE CRATER - SNOW PLAIN - DAY S11

A WEIRD MECHANICAL SOUND is heard over the whining of the wind. A strange PROBE ROBOT, with several extended sensors, emerges from the smoke-shrouded crater.

11 EXT METEORITE CRATER - SNOW PLAIN - DAY 11

The ominous robot FLOAT across the snow plain, and disappears into the distance.

12 EXT ICE CAVES - REBEL BASE ENTRANCE - DAY 12

A stalwart figure rides his Tauntaun up to the entrance of an enormous ice cave.

13 INT MAIN HANGAR DECK - REBEL BASE 13

Rebel Troopers are rushing about unloading supplies and otherwise securing their new base. The rider swings rakishly off his lizard and pulls away his goggles: HAN SOLO. He walks into the main

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13 CONTINUED 13

hangar deck toward the MILLENNIUM FALCON, which is parked among several fighters. Mechanics, R-2 units and various other droids hurry about. Han stops at the Millennium Falcon. His Wookiee co-pilot is welding on the back of a central lifter. Now he stops work and lifts his face shield; CHEWIE growls a greeting to his boss.

HAN
Cold isn't the word for it, Chewie. I'll take a good fight any day over all this hidin' and freezin'! ... How you coming with those lifters?

The Wookiee GRUMBLES a reply.

HAN
All right. I'll go report then I'll give you a hand with them. Soon as those lifters are fixed, we're out of here.

Chewbacca lets out with a joyful CHUCKLE and returns to his work as Han leaves.

14 INT COMMAND CENTER - ICE CAVE 14

A makeshift command center has been set up in a blasted area of thick ice. The low-ceilinged room is a beehive of activity. Controllers, troopers, and droids move about setting up electronic equipment and monitoring radar signals. GENERAL RIEEKAN straightens up from a console as Han approaches.

HAN
General, there isn't a hint of life in the area. But all the perimeter markers are set, so you'll know if anyone comes calling.

RIEEKAN
Has Commander Skywalker reported in yet?

HAN
He's checking out a meteorite that hit near him. He'll be in soon.

14 CONTINUED 14

RIEEKAN
(indicates radar screen)
With all the meteor activity in this system, it's going to be difficult to spot approaching ships.

HAN
General, I .... think it's time for me to get going ...

PRINCESS LEIA enters behind Rieekan. She is dressed in short white combat jacket and pants. She is upset by Han's news. Her hair is braided and tied across her head in a "30's" Nordic fashion ...

RIEEKAN
You're good in a fight. Solo, I hate to lose you.

HAN
Thank you, General. But there's a price on my head. If I don't pay off Jabba the Hutt, I'm a walking dead man.

RIEEKAN
A death mark is not an easy thing to live with ...

Rieekan touches Han and moves away. Han turns to Leia.

HAN
(with feeling)
I guess this is it, Your Highness.

LEIA
That's right.

Leia is angry. Han sees she has no warmth to offer him. He shakes his head and adopts a cooler tone.

HAN
Well, don't get all mushy on me. So long, Princess.

14 CONTINUED 14

Han walks away. Leia stews a moment. Then follows him.

15 INT ICE CORRIDOR - REBEL BASE - HOTH 15

As Han walks through the corridor a crack appears in the ice wall, the camera makes a quick move upwards to reveal an indefinite shape within the ice.

LEIA (VO)
Han!

Han stops in the quiet corridor and turns to face Leia.

HAN
Yes, Your Highness?

LEIA
I thought you decided to stay?

HAN
That bounty hunter we ran into on Ord Mantell changed my mind.

LEIA
Does Luke know?

HAN
He'll know when he gets back ... Don't give me that look. Every day more bounty hunters are searching for me. I'm going to pay off Jabba before he sends more of his remotes, Gank killers, and who knows what else ... I've got to get this price off my head while I still have a head.

LEIA
But we still need you.

HAN
We?

LEIA
Yes.

HAN
What about you?

15 CONTINUED 15

LEIA
(mystified)
Me. I don't know what you mean.

HAN
(shakes his head, fed-up)
You probably don't.

LEIA
And what precisely am I supposed to know?

HAN
You want me to stay because of the way you feel about me.

LEIA
Well yes, you've been a great help ... to us. You're a natural leader ...

HAN
No, your worship. That's not it.

Leia stares at him, understands, then laughs.

LEIA
You're imagining things.

HAN
Am I? I think you were afraid I was leaving you without even a ... (pause) kiss?

LEIA
(laughs)
I'd just as soon kiss a wookiee.

HAN
There's no accounting for taste.
(warming to the subject)
Believe me, you could use a good kiss. You've been so busy giving orders, you've forgotten how to be a woman ... if you'd have let go for a moment ... I could have helped you ...

15 CONTINUED 15

HAN (Continued)
But it's too late now sweetheart. Your big opportunity is flying out of here.

LEIA
I think I can survive ...

HAN
Good luck!

LEIA
You don't even care if the ...

HAN
Spare me please! Don't tell me about the Rebellion again. It's all you think about. You're as cold as this planet.

LEIA
And you think you're the one to apply some heat?

HAN
Sure ... If I were interested. But I don't think it'd be much fun.

He steps away from her, takes a last cool appraisal.

HAN (Continued)
We'll meet again. Maybe by then you'll have warmed up a little.

LEIA
You have all the breeding of a Bantha, but not as much class ... Enjoy your trip, hot shot!

Leia walks away. A claw starts to break through the ice wall of the corridor.

16 EXT ICE PLAIN OF HOTH - DAY 16

Track with the sinister, probe robot as it moves across the vast frozen wilderness. One of its extended sensors detects something and the robot stops, turns and heads off in another direction, at high speed.

R17 & S17 EXT MOUND OF SNOW - ICE PLAIN - HOTH - DAY R17 & S17

The robot stops before a large mound of snow about twenty feet long and six feet high. It circles the mound, then shoots a thin laser bolt at the snow drift.

18 CLOSE-UP MOUND OF SNOW 18

The mound shakes a little bit and two large eyes appear at one end, staring directly at the robot. A primeval BELLOW issues forth from the mound.

19 OMIT OMIT 19

20 EXT MOUND OF SNOW - ICE PLAIN - HOTH - DAY 20

The robot backs off a few feet, then blasts the mound with a heavy laser bolt that disintegrates the snow-covered creature in a cloud of smoke and flame. The evil robot moves off toward the horizon.

21 EXT ICE GORGE - HOTH - DUSK 21

The jagged face of a huge ice wall sits gloomily in the dim twilight of a Hoth day. Luke hangs upside down, ankles frozen into ice stalactites, his extended arms within a foot of the snow-floor. His face is covered in a dried frozen blood on one side. He opens his eyes as a chilling MOAN of the hideous ice creature echoes off the gorge walls. Luke pulls himself up, grabs hold of his andles, and futilely tries to unfasten the thongs.

22 EXT ICE GORGE - MED SHOT LUKE - DUSK 22

Exhausted, he drops back into the hanging position.

LUKE
(to himself)
Relax. Relax.

Luke spies his light saber lying near a pile of his discarded gear about three feet out of reach.

22A EXT ICE GORGE - DUSK 22A

Reverberating through the gorge, the growling and crunching sounds of the approaching ice monster can be heard.

22B OMIT OMIT 22B

22C EXT ICE GORGE - DUSK 22C

Luke desperately strains for his sword.

22D OMIT OMIT 22D

22E EXT ICE GORGE - DUSK 22E

Quietly, almost a whisper, Luke hears old BEN'S CALM VOICE.

BEN (VO)
Luke, think the saber in your hand.

Luke focusses on the saber as the huge monster's feet crunch closer. Luke's hand strains toward the weapon, his eyes squeeze tight in concentration.

22F OMIT OMIT 22F

22G OMIT OMIT 22G

22H EXT ICE GORGE - DUSK 22H

LUKE
Gotta relax, relax ...

BEN (VO)
Let The Force flow, Luke.

22J EXT ICE GORGE - DUSK 22J

Just as the ice monster looms over Luke, the light saber suddenly jumps three feet into Luke's hand.

22K EXT ICE GORGE - DUSK 22K

The young warrior instantly ignites the sword, swings up and cuts himself loose from the ice. He flops to the snow in a heap. The startled ice monster moves back, his giant yellow eyes blinking. The most that can be discerned of the creature is a shape, and those two perplexed eyes. Luke scrambles to his feet. He swings his light saber and the monster screams in pain.

22L OMIT OMIT 22L

23 EXT ENTRANCE TO ICE GORGE - HOTH - DUSK 23

Luke staggers out of the gorge and stumbles down a snow bank. It is snowing and is getting dark.

22D OMIT OMIT 22D

22E EXT ICE GORGE - DUSK 22E

Luke focusses on the saber as the huge monster's feet crunch closer. Luke's hand strains toward the weapon, his eyes squeeze tight in concentration.

22F OMIT OMIT 22F

22G OMIT OMIT 22G

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23 EXT ENTRANCE TO ICE GORGE - HOTH - DUSK 23

Luke staggers out of the gorge and stumbles down a snow bank. It is snowing and is getting dark.

24 INT MAIN HANGAR DECK - MILLINNIUM FALCON - DUSK 24

The hangar is full of activity. We hear a familiar stream of beeps and whistles a moment before catching sight of ARTOO and THREEPIO, who appear from a corridor and move along an ice wall toward the Millennium Falcon. Behind them, in the ice, two large yellow eyes blink open.

THREEPIO
It is not my fault, you malfunctioning twerp. I did not ask you to turn on the thermal heater. I merely commented that it was freezing in her chamber. But it's supposed to be freezing. Are we going to get all her things dried out ... Ah. Here we are.

The two robots stop at Han Solo's space freighter. Han and Chewie are still struggling with their central lifters.

THREEPIO
Master Solo, Sir. Might I have a word with you?

HAN
What is it?

24 CONTINUED 24

THREEPIO
Mistress Leia has been trying to reach you on the communicator, it must be malfunctioning ...

HAN
I shut it off. What's her royal holiness want?

THREEPIO
She is looking for Master Luke, and assumed he would be here with you. No one seems to know ...

Han glances at the fading light at the entrance of the ice cave as night slowly begins to fall on the planet.

HAN
(concerned)
Luke's not back yet? It's almost night out there!

Han jumps down off the lift.

HAN
Bolt it down, Chewie ...
(yelling)
Officer of the Deck!
(into com-link)
Security Control, has Commander Skywalker reported in yet?

He gets a negative reply as the DECK SERGEANT and an AIDE rush up to Han.

DECK OFFICER
Yes.

HAN
Is Commander Skywalker back yet?

DECK OFFICER
I haven't seen him. It's possible he came in through the south entrance.

HAN
Check on it! It's urgent.

PRINT 7 6 x 0 1 2 8

24 CONTINUED 24

The Deck Officer and his Aide turn and rush off. Artoo lets out a confused whistle.

THREEPIO
I don't know, Artoo
(to Han)
Sir, might I inquire what's going on?

HAN
Go tell your precious Princess that Luke is dead unless he shows up soon.

Artoo lets out with an hysterical whistle.

THREEPIO
Oh no!

25 INT MAIN ICE TUNNEL 25

A MEDICAL DROID is doing a medical check of a dead TAUNTAUN. An OFFICER and some TROOPERS stand watching. Some of the hardware nearby has been brutally pulled out of shape and broken. A nervous Tauntaun is trying to break loose from two troopers. (This is seen taking place in the foreground and is only seen fleetingly through the frame). In the background some Troopers are calming another Tauntaun. HAN comes walking in.

HAN
What happened?

MEDICAL DROID
(droning on with medical terminology)
... contusions on left arturial aola, lacerations into venticular collatul region causing ...
(continues OS)

HAN
(impatient)
What killed it?!

OFFICER
Neck broken.

HAN
By what?

MEDICAL DROID
Unknow, Sir, to this point of examination.

25 CONTINUED 25

OFFICER
Whatever it was had to be pretty strong.

The DECK OFFICER runs in looking for Han.

DECK OFFICER
Sir, Commander Skywalker hasn't come through the south entrance. He might have forgotten to check in.

HAN
Not likely. Are the speeders ready?

DECK OFFICER
Not yet. Adapting them to the cold is proving difficult. Maybe by morning ...

HAN
.... We'll have to go out on tauntauns. I'll take sector four ...

DECK OFFICER
The temperature is falling too rapidly ...

HAN
You bet it is ... and Luke's out in it.

OFFICER
I'll cover sector 12 ... Have com-control set screen alpha.

Han pushes through the troops and mounts a tauntaun.

DECK OFFICER
The night storms will start before any of you can reach the first marker ...

HAN
Then I'll see you in Hell.

Huge monster feet moves into the shadows.

26 EXT SNOW CAVE ENTRANCE - REBEL BASE - DUSK 26

The small, lone figure riding a snow lizard races off into the hostile vastness of snow and cold. The slightest hint of wind blows up the snow behind the Tauntaun. It is snowing.

R27 EXT PLAIN OF HOTH - DUSK R27

The dark, evil PROBE ROBOT moves across the frozen floor of the Hoth plain. The wind is beginning to pick up, and snow starts to cake on the front of the robot.

S27 EXT PLAIN OF HOTH - DUSK S27

The PROBE ROBOT stops, hovers, then drops to the ground. Several probes emerge from its metal hull and a dome shaped force field around the robot begins to glow. Eventually, the force field becomes a solid shape and is quickly covered with the blowing snow.

28 EXT PLAIN OF HOTH - DUSK 28

Han rides across the plain on his Tauntaun.

R29 EXT PLAIN OF HOTH - CLOSE-UP HAN - DUSK R29

He reins his mount to a stop, looks around and listens.

29 EXT PLAIN OF HOTH - DUSK 29

It's almost as if Han hears something. He turns and looks in one direction, then spurs his lizard in that direction.

30 EXT PLAIN OF HOTH - DUSK 30

Han rides off across the plain on his Tauntaun.

S31 EXT SNOW DRIFT - HOTH - DUSK S31

The wind is blowing quite strong now. Luke struggles to stay upright, but a blast of freezing snow knocks him over. He struggles to get up, but he can't. The young warrior from Tatooine drags himself a couple of feet and then collapses.

T31 EXT SNOW DRIFT - HOTH - DUSK T31

LUKE

I'cant ...

T31 CONTINUED T31

Luke looks up and sees BEN KENOBI standing not ten feet away. Luke strains to lift himself up. He is speechless. The blowing snow almost obscures Ben at times. It is hard to tell if he is real, or an hallucination.

U31 OMIT OMIT U31

V31 EXT SNOW DRIFT - HOTH - DUSK V31

LUKE
(reaches out weakly)
Ben ... Ben ...

BEN
You will go to the Degobah System. You will learn from Yoda, the Jedi Master, who instructed me.

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31 EXT SNOW DRIFT - HOTH - DUSK 31

The image of Ben fades, revealing a lone rider on a Tauntaun in the windswept horizon.

LUKE
Ben?!

Luke drops into unconsciousness.

32 EXT SNOW DRIFT - HOTH - DUSK 32

Han pulls up, leaps off his lizard. He goes to his snowcovered friend and cradles him in his arms. Han's Tauntaun lets out a low, pitiful bellow. There is real fear in Han's face as he shakes Luke.

HAN
Come on, buddy, you aren't dead yet. Give me a sign here.

Luke doesn't respond. Han begins frantically rubbing Luke's wounded face. Soon he is slapping him.

32 CONTINUED 32

HAN
Don't do this, Luke, it's not your time ...

Luke responds to a slap. Han is joyous.

HAN
I knew you wouldn't leave me out here all alone! We've got to get you out of here.

Han starts to lift Luke when he hears a rasping sound. Han glances over toward his Tauntaun as the beast bellows and falls over.

33 EXT SNOW DRIFT BY TAUNTAUN - HOTH - DUSK 33

Han has carried Luke almost to the lizard when the Tauntaun dies with a moan. Han checks the lizard.

HAN
This Tauntaun's deader than a Triton moon. We haven't got much time.

He pushes Luke's inert form against the belly of the Tauntaun.

33 CONTINUED 33

HAN
I know this doesn't smell so good, Luke, but it'll keep you from freezing.

Han starts pulling things out of a pack on the dead lizard's back.

HAN
(into com-link)
Echo Base, do you copy? ... (repeat) ... This com-link is useless.

The wind has picked up considerably and Han is beginning to find it difficult to move. He struggles with the shelter container, opens it and starts constructing it.

HAN
If I don't get this shelter up fast, Jabba won't need those bounty hunters.

As Han begins to set up the shelter camera pulls back until the little group is obscured by the snow.

34 EXT - OUTSIDE ICE HANGAR - DUSK 34

Push in to reveal Artoo standing in the falling snow. He is beeping. His aerial is extended. Threepio comes to him.

THREEPIO
Artoo ... there's nothing more you can do ... you must come inside ...

Threepio starts walking away, stops in front of the hangar doors.

THREEPIO
Artoo ... my joints are freezing up ... will you hurry ... please ...

35 INT MAIN HANGAR DECK - ENTRANCE - NIGHT 35

PRINCESS LEIA stands before the dark entrance to the rebel base, waiting for a sign of the two rebel heroes. Leia shivers as the cold wind blows in on her. Chewie is sitting nearby with his head in his hands. In the background Artoo and Threepio move thru the doors.

ALTERNATIVE to PAGE 16

33 CONTINUED 33

Han ignites Luke's saber and cuts the beast from head to toe. He quickly shovels the steaming innards of the beast into the snow. Then he lifts Luke's inert form and stuffs him inside the carcass.

HAN
I know this doesn't smell so good, Luke, but it'll keep you from freezing. I'm sure this Tauntaun wouldn't hesitate if it were the other way around.
(Han gets an awful whiff of the insides)
Whew! It's just as well you're out pal.

Han starts pulling things out of a pack on the dead lizard's back.

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(into com-link)
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ALTERNATIVE to PAGE 16 Continued

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35 CONTINUED 35

THREEPIO
Artoo has not been able to pick up any signals, although he feels his range is probably too limited to give up hope.

Leia nods an acknowledgement, but she is lost in thought. MAJOR DERLIN stands near Leia. He also looks concerned. A LIEUTENANT comes walking over.

LIEUTENANT
... All patrols are now in except Solo and Skywalker, Sir.

MAJOR DERLIN
Your Highness, nothing more can be done tonight. The temperature is dropping fast. The Shield Doors must be closed, I'm sorry.
(to Lieutenant)
Close the doors...

The Lieutenant walks away. Chewie lets out a long, mournful HOWL, somewhat like a coyote.

MAJOR DERLIN
The speeders should be ready in the morning. They'll make the search easier.

LEIA
Is there any chance of them surviving 'till morning?

MAJOR DERLIN
Slim, but yes, there's a chance.

Artoo lets out with a complex series of efficient beeps.

THREEPIO
Ma'am, Artoo says the chances of survival are seven hundred twenty-five to one.
(to Artoo)
Actually, I don't think we needed to know that.

Leia stands praying to herself as the huge metal doors slam across the entrances of the ice cave. The loud BOOMS echo through the huge cavern. Chewie lets out another howl.

36 EXT ICE PLAIN - HOTH - DAWN 36

The huge dim sun of Hoth crawls lazily over the horizon in the North as a spurt of snow shoots skyward revealing the dark probe robot. The sinister object pulls in several of its extended arms, hovers for a few moments, then starts off across the bleak Hoth plain.

37 EXT SNOWDRIFT - HOTH - DAY 37

A small, snub-nosed, armored landspeeder races across the white landscape.

38 INT ARMORED SNOWSPEEDER - HOTH SNOWDRIFTS - DAY 38

There is only one PILOT, ZEV, in the enclosed two-man craft. He concentrates on the scopes which ring his cockpit. A low bleep can be heard.

ZEV
(excited)
Echo Base - I've got something! Not much but it could be a life form. Sector 4 - 6-1-4 by 8-8-2. I'm closing in ...

39 EXT ARMORED SNOWSPEEDER - HOTH SNOWDRIFTS - DAY 39

The small craft banks and makes a slow arc racing off in a new direction.

R40 INT ARMORED SNOWSPEEDER - HOTH SNOWDRIFTS - DAY R40

The pilot switches over to a new transmitter.

ZEV
Echo three ... this is rogue two, do you copy? Commander Skywalker, this is rogue two ...

There is a sharp crackle of static then a faint voice.

HAN (OS)
(filtered)
Nice of you guys to drop by. Hope we didn't get you up to early.

ZEV
(switching transmitters)
Echo Base ... this is rogue two. I found them. Repeat ...

40 EXT HOTH 40

The speeder comes hurtling down and out bottom of frame.

41 EXT SNOWDRIFT - HOTH - DAY 41

The small shelter is covered with snow on the windward side. Han has made a makeshift antenna which rests

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41 CONTINUED 41

gingerly on top of the snowdrift. The small armored speeder can be seen approaching in the distance as Han waves frantically in the foreground.

42 INT MEDICAL CENTER - REBEL BASE 42

Strange ROBOT SURGEONS adjust a mass of electronic equipment. A switch is thrown and a sudden blinding flash obscures Luke in a chamber filled with a thick, gelatinous red slime. Luke begins to thrash about, raving in his delirium.

43 INT MEDICAL CENTER OBSERVATION ROOM - REBEL BASE 43

Han, Leia, Threepio and Chewbacca are watching from a glassed-off room next door. They can hear the mechanical surgeons working and Luke's ravings in the room.

LUKE
Watch out ... snow creatures ... dangerous ... Yoda ... go to Yoda ... only hope ...

Chewbacca BARKS a comment in reference to Luke.

HAN
He doesn't make sense to me either, Chewie.

THREEPIO
I do hope he's all there ... if you take my meaning. It would be most unfortunate if Master Luke where to develop a short circuit.

HAN
The kid ran into something mean, and it wasn't the cold.

LEIA
It's those creatures he keeps talking about ... we've doubled the security. Han, I don't know how ....

HAN
Forget it.

43 CONTINUED 43

TOO-ONEBEE (2-1B), the SURGEON DROID turns to the window.

TOO-ONEBEE
Commander Skywalker has been in dormo-shock but is responding well to the Bacta ... He is presently out of danger.

Leia breathes a sigh of relief. Chewie lets out a long GRUNT of approval.

LEIA
Now we better find out what attacked him.

HAN
If this snowball's got nasty natives they could be anywhere.

Chewie whines, looks around.

44 INT CORRIDOR - REBEL BASE 44

The drip, drip, drip of melting ice echoes throughout the long eerie corridor. A trooper walks by, followed at a short distance by Artoo, who rolls along whistling to himself. As Artoo passed a crack in the wall he feels some ice particles fall on him. He stops and looks around. R-2 tilts to look upwards ... FAST tilt up. A crack in the ice-wall until we come to rest on what could be a face within the ice. The eyes blink. Artoo lets out a screech and starts moving just as there is almost an explosion near him. Ice pieces, ice-dust, steam obscure what is in the corridor. Artoo races towards the end of the corridor where some troopers have appeared ... 2 soldiers go running past Artoo to investigate. We hear a monstrous sound and one trooper comes flying backwards, knocked out ... Some of the others start shooting. Artoo scoots around a corner and whimpers as he peeks back to see what is going on. A trooper appears with a larger gun which he shoots at the almost obscured giant form in the ice corridor - he blasts away. Then all is quiet. The giant form falls like a log. The men converge to inspect the giant creature. It is lying face down. A young Sergeant pulls his comlink off his belt and speaks into it.

SERGEANT
Security Control ... this is Section J ... Alert all Patrols in ice-corridors ...

45 INT COMMAND CENTER - REBEL BASE 45

Alarms buzz softly in the background. The entire command center is on full alert. General Rieekan is conferring with the HEAD CONTROLLER as Han and Chewie enter the room. Threepio and Leia are already there.

RIEEKAN
It didn't come thru any of the checkpoints ...

LEIA
What about the unexplored cave areas?

RIEEKAN
It's possible ... we may have to ...

Another alarm goes off at a console behind them and the SENSOR CONTROLLER at that spot calls across the room.

SENSOR CONTROLLER (OS)
General!

Rieekan leaves the group as they continue.

HEAD CONTROLLER
The life-form sensors are being modified so we can track them.

2ND CONTROLLER
I'm not sure I want to know how many there are ...

THREEPIO
... Of course Artoo would be in the middle of this.

HAN
It's going to be a little tricky around here until we know where they're coming from.

46 INT COMMAND CENTER BY CONSOLE - REBEL BASE 46

Rieekan looks up grimly from the console in the background. He calls over to Leia and Han.

RIEEKAN
Princess ... We have a visitor.

The group hurries over to Rieekan.

RIEEKAN
We've picked up something outside the base in zone twelve moving East.

46 CONTINUED 46

SENSOR CONTROLLER
It's metal ...

LEIA
Then it's not one of those creatures.

HAN
Could it be ours? A Speeder?

SENSOR CONTROLLER
No ... no signal. Wait, something very weak.

Threepio steps up the control panel and listens to the strange signal intensely.

THREEPIO
I must say, Sir, I'm fluent in over six million forms of communication, but this is something new ... must be in code or ...

A new VOICE comes over the com-link.

TROOPER VOICE
This is Echo station three-eight. Unidentified object is on our scope. It's just over the ridge, we should have visual contact in about ... What the? ... Oh no!

The transmission ends in static.

HAN
Whatever it is, it isn't friendly. Let's have a look ... Come on, Chewie.

RIEEKAN
Send Rogues 10 and 11 to Station three-eight.

47 EXT SNOW PLAIN - OVER REBEL BASE - HOTH - DAY 47

The dark probe robot moves past the smoldering ruins of the station fire and down a ridge toward the rebel base.

R48 EXT SNOW PLAIN - SPEEDER - OVER REBEL BASE - HOTH - DAY R48

The robot stops when it sees in the distance a tiny speeder racing toward it followed by several other speeders.

48 EXT SNOW PLAIN - SPEEDER - OVER REBEL BASE - HOTH - DAY 48

A large antenna projects skyward from the robot's top and it begins to send out a PIERCING SIGNAL.

49 EXT SNOW DUNE - SPEEDER - HOTH - DAY 49

The speeder disappears behind a snow dune.

50 OMIT OMIT 50

R51 EXT SNOW PLAIN - OVER REBEL BASE - HOTH - DAY R51

Shortly, Chewbacca pops his head over a snow bank not thirty feet away.

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S51 EXT SNOW PLAIN - OVER REBEL BASE - HOTH - DAY S51

The probe robot swings around, its deadly ray ready to fire. But before it can get a shot off, it is hit from behind by a laser bolt, and explodes in a million pieces.

T51 OMIT OMIT T51

51 OMIT OMIT 51

52 OMIT OMIT 52

53 INT COMMAND CENTER - REBEL BASE - HOTH 53

Princess Leia and Rieekan listen to Han on the com-link.

HAN (OS)
(filtered)
... I'm afraid there's not much left.

LEIA
What was it?

HAN (OS)
(filtered)
Droid of some kind. I didn't hit it that hard. It must have had a self-destruct ...

53 CONTINUED 53

LEIA
An Imperial probe droid.

HAN (OS)
(filtered)
Now don't panic. We don't know that.

RIEEKAN
But, we don't know it wasn't.

54 SPACE - IMPERIAL FLEET 54

Darth Vader's Star Destroyer, larger and stranger than the five Imperial Star Destroyers that surround it, sits in the vastness of space. The six huge ships are surrounded by a convoy of smaller spacecraft. Tie fighters dart to and fro.

55 INT BRIDGE - MAIN CONTROL DECK - VADER'S STAR DESTROYER 55

Controllers working the vast complex of electronic controls hear ominous, approaching footsteps and look up from their controls. The squat, evil-looking ADMIRAL OZZEL and the young, powerfully-built GENERAL VEERS, who have been conferring near the front, also feel the approaching presence and turn that way. DARTH VADER, Lord of the Sith, enters like a chill wind. As he moves across the wide bridge, CAPTAIN PIETT hurries up to Ozzel.

PIETT
I think we've found something, Admiral.

OZZEL
Yes, Captain?

PIETT
Well, the report we have is only a fragment, from a probe droid in the Hoth System, but it's the best lead we've had in ...

OZZEL
(angry)
We have thousands of probe droids searching the galaxy ... I want proof, not leads. I don't intend to continue to chase around from one side ...

VADER
(looming over the group)
The Hoth System.

PIETT
Yes, Sir ... we have visuals ... the System is supposed to be devoid of human forms ...

On a large screen, an image of the rebel snow base appears surrounded by complicated computor readouts. The rebel speeders can be seen approaching in the distance. Vader studies the image.

55 CONTINUED 55

VADER
That's it.

OZZEL
My Lord, there are so many uncharted settlements. It could be smugglers ...

VADER
That is the one! And Skywalker is there. Bring in the patrol ships, Admiral, and set your course for the Hoth System. General Veers prepare your men ...

DUO 027 9 x 12

56 INT ICE CORRIDOR - REBEL BASE - HOTH 56

Artoo and Threepio are moving by a steel door on which an X has been painted. From behind it come intermittent THUMPS and ROARS.

THREEPIO
See your whistles upset them. They're being enticed into the trap by high-pitched sounds. No, I told you they can't get out! Now will you hurry up? I don't know why I bother ...

Threepio moves around a corner. Artoo stares at the door another moment, then proceeds to tell the Ice Monsters off in a burst of beeps and whistles. The THUMPING picks up as Artoo moves casually away.

57 INT MEDICAL CENTER - REBEL BASE 57

The Medical Droid is removing a pad from Luke's face. It moves away. Luke is out of the chamber, lying on the bed. Leia is at his side. She brushes the hair out of his eyes.

LEIA
The Bacta are growing well. The scars should be gone in a day or so ... Does it still hurt you?

57 CONTINUED 57

LUKE
I'm fine. Really. Leia ... when I was out there and it looked pretty bad ... well ....

LEIA
I was afraid ...

Their eyes meet. Luke touches her cheek with his hand.

LUKE
I don't really know how to say this ... Leia, you know how I feel about you ...

She does and it's confusing. His lips are very close to hers about to kiss. The door opens noisily and Threepio enters with Artoo. Leia pulls back. Luke realizes the moment has been lost. His mind races for a way to regain it as Leia takes on her more formal manner. The droids are a bothersome distraction; Luke's concentration is on Leia. Artoo beeps a cheerful greeting.

THREEPIO
Master Luke, it's good to see you functional again.

LUKE
Thanks, Threepio. Leia ...

Artoo beeps and whistles.

THREEPIO
Artoo expresses his relief also.

LUKE
Good. Thanks, Artoo.

LEIA
(about to leave)
You rest now.

THREEPIO
So much has happened during the period of your indisposition, Sir.

LEIA
I'll be back later.

57 CONTINUED 57

LUKE
(anxious to keep her)
Leia wait .... What would you think if I went away for a while?

LEIA
What did you say?!

Leia's reaction is so much bigger and more vociferous than Luke expected, it starts what is to become a growing snowball of confusion for him.

LEIA
Where are you going?

LUKE
(hesitates)
... to another system ... not far ...

LEIA
That's just great. Why doesn't everyone just take off?

LUKE
What are you talking about?

LEIA
First Han, now you. When am I going to learn not to count on anyone but myself? ...

LUKE
Han's leaving?

LEIA
... I was getting along just fine before I met you two moon jockeys.

LUKE
Calm down, will ya? Tell me about Han.

LEIA
He wants to pay off that criminal he's in hock to.

LUKE
Jabba the Hutt?

LEIA
(back to her tirade)
I could get more loyalty if I went down the hall and recruited some of those ice creatures.

57 CONTINUED 57

LUKE
Ice creatures ... they're here?!

THREEPIO
Yes, Sir. But they're being trapped quite cleverly.

Artoo beeps and whistles proudly.

THREEPIO
(to Artoo)
What do you mean, you took care of that? I would hardly call your part in that matter of great ...

Luke's head is spinning as Han and Chewie make a vigorous entrance. The Wookiee GROWLS a greeting.

HAN
Hi, kid, you look strong enough to wrestle a Gundark.

LUKE
Thanks to you.

HAN
That's two you owe me, junior.

Han turns to Leia with a big devilish grin.

HAN
Well, your worship, it looks like you arranged to keep me close by for a while longer.

LEIA
I had nothing to do with it. General Rieekan thinks its dangerous for any ships to leave the system until we know where that probe came from.

LUKE
Probe? What probe?

HAN
That makes a good story. But I think you just can't bear to let me out of your sight.

LEIA
Try me, laser brains. delusions, laser brains.

57 CONTINUED 57

Chewie is amused; he LAUGHS in his manner. Han is enjoying this. He regards Chewie good-humoredly.

HAN
Laugh it up, fuzz ball. You didn't see us alone in the south passage.

Luke sparks to this; he looks at Leia.

HAN (Continued)
She expressed her true feelings for me.

Leia is flushed, eyes darting between Luke and Han.

HAN
Come on, Your Highness, you've already forgotten ...

LEIA
Why you low-down, stuck-up, half-witted, scruffy-looking nerf-herder ...

HAN
Who's a scruffy-looking?
(a big grin)
I tell ya', sweetheart, I must've hit pretty close to the mark to get you hoppin' like this. Doesn't it look that way to you, Luke?

57 CONTINUED

LUKE
(staring at Leia)
Yeah ... it does .... kind of.

Leia looks vulnerable for a moment, then the mask again, focussing on Luke.

LEIA
Oh it does, does it? Well, I guess you don't understand everything about women ... do you ...

With that Leia leans over and kisses Luke on the lips. Then she stands and walks out. Everyone is dumbstruck. The door closes behind Leia and they all look at each other in silence.

In the distance, the muffled sound of an alarm is heard.

57A TRANSPORT BAY - REBEL BASE - HOTH 57A

A captain is talking to three of his sergeants at the entrance to the main transport bay. In the background several transports are being loaded. The men carry heavy boxes and move quickly, but not in panic, no running.

CAPTAIN
... And hold transports 5 and 7 for the ground personnel.

One of the sargeants turns and rushes off.

CAPTAIN (Continued)
The newer pilots will fly escort, the more experienced will stay and man the speeders. As soon as each transport is loaded, have it take off.

The other sargeants exit. The Captain turns to watch the loading.

57B CONTROL ROOM - REBEL BASE - HOTH 57B

Alarms sound throughout. General Rieekan rushes up to a controller.

CONTROLLER
We've picked up a large fleet of star destroyers coming out of hyper-space in sector four.

RIEEKAN
Reroute all power to the energy shield ... and prepare for a ground assult. We have to hold them until all the transports are away.

Rieekan exits in a hurry.

58 SPACE - IMPERIAL FLEET 58

Six huge star destroyers rest in space in the Hoth System.

59 INT STAR DESTROYER - VADER'S CHAMBER 59

A dark cubicle is illuminated by a single shaft of light from above. The brooding Dark Lord sits on a raised meditation cube. General Veers enters the room and approaches Vader. Vader doesn't move. Veers, although seemingly very sure of himself, is still not bold enough to interrupt the meditating Lord. The young general stands quietly at attention until the evil presence speaks.

VADER
What is it, Veers?

VEERS
My Lord, the fleet has moved out of light speed. Com-Scan has detected an energy field protecting an area of the sixth planet in the Hoth System. The field is strong enough to deflect any bombardment.

VADER
(angry)
The rebel scum is alerted to our presence. Admiral Ozzel came out of light speed too close to the system.

59 CONTINUED 59

VEERS
He felt surprise was a wiser ...

VADER
He's as clumsy as he is stupid. A clean bombardment is impossible thru their energy shield. Prepare your troops for a surface attack.

Veers turns smartly and leaves as Vader activates a large view-screen showing the bridge of the mighty space cruiser. Admiral Ozzel appears, with Captain Piett in the background.

OZZEL
Lord Vader, the fleet has moved out of light ...

VADER
Captain Piett!

The Captain steps forward, as the Admiral moves away slightly confused, touching his throat as it begins to constrict.

PIETT
Yes, My Lord.

VADER
Make ready to land assault troops beyond the energy shield. Then deploy the fleet so that nothing can get off that system. You're in command now, Admiral Piett.

Piett is as pleased as he is surprised. Admiral Ozzel has been struggling to breathe in the background and now with a final choke, he dies.

60 INT MAIN HANGAR DECK - REBEL BASE 60

Alarms sound. Troops, ground crews and droids rush to their alert stations. Armored landspeeders are lined up in attack formation near the main entrance. Leia is briefing a group of pilots gathered in the center of the hangar. Beyond them Han can be seen doing some frantic welding on the lifters of the Millenium Falcon.

60 CONTINUED 60

LEIA
... the large transport ships will leave as soon as they're loaded. Only two fighter escorts per ship. The energy shield can only be opened for a split second so you'll have to stay very close to the transports.

HOBBIE
Two Fighters against a Star Destroyer?

LEIA
The ion cannon will fire several blasts which should destroy any enemy ships in your flight path. When you clear the energy shield you will proceed to the rendezvous point. Good luck.

The pilots hurry away.

61 INT MAIN HANGAR DECK - MILLENIUM FALCON - REBEL BASE 61

Han finishes his work and hops down to the hangar floor. He pulls out his com-link, all the time eyeing the lifters.

HAN
(into com-link)
All right, Chewie, give it a try.

Leia passes, giving Han a dirty look. A mechanism on the pirate's ship makes a noise and the lifters begin to rise. Suddenly there is a malfunction and the right lifter breaks partially loose, swinging down with a crash. Han winces. Leia, across the hangar, turns at the sound and shoots Han a "What a screw-up!" look, then goes out.

HAN
(into com-link)
Hold it, Chewie.

62 OMIT OMIT OMIT 62

63 EXT IMPERIAL STAR DESTROYER - SPACE 63

FULL SHOT - A huge Imperial Star Destroyer rests against a sea of stars with the white surface of the planet Hoth far below in the left part of the frame.

64 INT IMPERIAL STAR DESTROYER NO. 1 BRIDGE 64

FULL SHOT - Interior Imperial Star Destroyer. Stars out of window .. and the white planet on the left side the frame.

CONTROLLER
Sir ... rebel ship coming into our sector. . .

CAPTAIN
Good, our first catch of the day. Close in ...

65 COMMAND CENTER - REBEL BASE 65

The long line of rebel controllers are tense, as are Princess Leia and General Rieekan, although they try not to show it. R-2 scoots by in the background followed by Threepio; they leave the room.

CONTROLLER
Echo C - One three zero approaching shield.

RIEEKAN (to Leia)
Their first target will be the power generators.

RADARMAN
Prepare to open shield.

65 CONTINUED 65

2ND CONTROLLER
Standby, Ion Control ... FIRE.

66 EXT ION CANON - REBEL BASE ICE COVE 66

FULL SHOT - Giant ball-shaped ion cannon as it rotates into position and blasts two red energy beams skyward.

67 SPACE - HOTH REBEL TRANSPORT 67

FULL SHOT - SPACE - The planet Hoth covers two-thirds of the frame, left and lower. A medium rebel transport races away from the planet, followed by the two red energy beams. All race over camera.

68 SPACE - IMPERIAL STAR DESTROYER - REBEL TRANSPORT 68

FULL SHOT TRUCKING as the rebel transport races over the camera toward the waiting Imperial Star Destroyer, followed, then overtaken by the two red energy bolts. The Imperial Star Destroyer is hit in the conning tower by the bolts, causing great explosions.

69 SPACE - IMPERIAL STAR DESTROYER - REBEL TRANSPORT 69

FULL SHOT - Imperial Star Destroyer as a series of explosions rock the rock the ship causing it to veer, then spin wildly out of control. SIDE VIEW of Star Destroyer right to left as it careers into deep space, and the rebel transport moves across the screen left to right. PAN with the rebel ship as it races away to safety.

70 MAIN HANGAR DECK - REBEL BASE - HOTH 70

Pilots, gunners and R-2 units hurry about. Luke, pulling on his heavy weather gear, is headed toward a row of armored speeders. He stops at the back of the Millenium Falcon, where Han and Chewie are trying to repair the right lifter with even more haste than before. Luke speaks up to them.

LUKE
Chewie ... take care of yourself ... and watch over this guy, will ya.

Chewie BARKS a farewell and returns to his work. Han and Luke exchange warm looks.

LUKE (continued)
I hope you make your peace with Jabba.

70 CONTINUED 70

HAN
Give 'em hell, kid.

Luke looks up and waves. He walks on a few steps, then stops and turns back. Han is still looking at Luke. Chewie stops his work and looks at the two friends who seem to be communicating something to each other as if there is something they want to say. The moment is broken by the PA announcement.

ANNOUNCER (OVER PA)
First transport is clear ...

Everyone cheers at the announcement which echoes through the hangar. Luke turns and walks on. Luke hurries up to his landspeeder. His gunner, Dack, a fresh-faced eager kid, is glad to see him. They climb in.

DACK
Are you feeling all right, Sir?

LUKE
Like new, Dack. How 'bout you?

DACK
Right now I feel like I could take on the whole Empire myself.

LUKE
(quietly, strapping in)
Yeah, ... I know what you mean.

Leia's voice comes over the PA system.

LEIA (Over PA)
Attention ... Speeder Pilots ... on the withdraw signal assemble at South Slope ... your fighters are being prepared for take-off ... code one five will be transmitted when evacuation is complete ...

71 MAIN HANGAR - REBEL BASE - HOTH 71

Threepio and Artoo stand in the middle of the corridor as troops and aides rush past them.

71 CONTINUED 71

THREEPIO
Why is it when things seem to get settled, everything falls apart. Take good care of Master Luke ... and take good care of yourself.

Artoo replies with a whistle and a toot, turns and speeds down the hallway. Threepio waves, then turns and moves off in the opposite direction.

72 EXT ICE CAVE (MATTE) 72

With gun tower in the foreground, men rush about getting ready for battle. The giant gun swings around pointing to camera slightly left to right.

73 EXT ICE PLAIN - SNOW TRENCH * HOTH 73

MED SHOT - Rebel troops carry heavy bazooka-type weapons into position along a snow trench. Men rush about as officers yell orders and brace themselves against the rhythmic gusts of wind.

74 EXT ICE PLAIN 74

MED SHOT - Rebel troops load power packs into a gun turret and swing its guns into position.

R75 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS R75

MED SHOT of generator, as men scurry about in the foreground carrying equipment. The loud buzz and popping of the generator is deafening. Long fingers of energy fly off the huge cores every so often. One trooper moves into the foreground as he hears something but can't quite make out what it is.

75 OMIT OMIT 75

76 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 76

MED SHOT - Rebel troops move a dish-like ray gun into position. The huge power generator can be seen in background against the ice cliffs.

77 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 77

MED CLOSE-UP - An officer in the trench hears the sound also. He turns toward the ice plain horizon. All work stops as the men listen to the distant, thump, thump, thump sound. The officer squints to see something.

78 EXT ICE PLAIN - HOTH - POV 78

WIDE SHOT - A thin horizon line cuts across the bleak landscape. Small dot-sized objects begin to appear on the horizon : the wind begins to pick up.

79 EXT ICE PLAIN - HOTH 79

EXTREME CLOSE-UP - The giant foot of an Imperial snow walker crashes thru frame, kicking up snow and ice. It rises out of frame.

80 EXT ICE PLAIN - POWER GENERATOR - GUN TOWERS 80

MED SHOT - The Rebel Officer lifts a pair of electro-binoculars to his eyes.

81 EXT ICE PLAIN - HOTH - POV 81

ELECTRO-BINOCULAR POV of very close view on a giant walker, the view ZOOMS back to reveal a full shot of three approaching walkers. Small flashes appear around the guns of the lumbering monsters.

82 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 82

MED SHOT - The Officer drops his binoculars as the regular rhythmic pounding begins to vibrate the ground. It grows louder, with a high-pitched, metallic rattling. He speaks into a com-link.

OFFICER
Rogue Leader .... Incoming! Point Zero-three

LUKE (VO)
Echo Station Five-Seven ... we're on our way.

The ice and snow explode around the officer and his men.

83 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 83

MED SIDE ANGLE - The Rebel Troops aim their weapons at the horizon as explosions erupt all around them. They are nervous, and tighten their weapons from the cold or fear. Behind the troops a dozen speeders race screen left to right.

84 EXT ICE PLAIN - BATTLEFIELD - HOTH 84

MED FULL SHOT - Four Speeders race over camera at full throttle. Slight left to right angle.

85 EXT ICE PLAIN - BATTLEFIELD - HOTH 85

HIGH ANGLE - Trucking with speeders as they accelerate away from camera toward the distant walkers.

86 EXT ICE PLAIN - BATTLEFIELD - HOTH 86

MED CLOSE-UP - Walker head fires at speeders. Second walker in background. Moving right to left.

87 EXT ICE PLAIN - BATTLEFIELD - HOTH 87

MED FULL SHOT - Two speeders going left to right across ice plain. The one in the foreground explodes in a ball of flames. Camera trucking with ships.

88 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 88

INT SPEEDER OVER-SHOULDER - Pilot (Luke) works his controls as he fires at the approaching walkers. The monstrous machines fire back, shaking the speeder in a hail of flak.

89 EXT ICE PLAIN - BATTLEFIELD - HOTH 89

MED SHOT - Side view looking forward along head of walker as two speeders race toward it, split and fly past. One speeder on the far side of the head, the other to camera.

90 EXT ICE PLAIN - BATTLEFIELD - HOTH 90

FULL SHOT - Two speeders going away, race over camera past walker and bank to the right. Camera trucks in at slower speed toward flank of walker during shot.

91 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 91

INT PILOT POV - Speeder cockpit. Speeder turns, approaching walker number one, and flys through the legs of the monstrous machine. The horizon twists as the speeder banks through the legs. Second walker in background.

LUKE
Rogue leader to Rogue Three

WEDGE
Copy, Rogue Leader.

92 INT LUKE'S SNOW SPEEDER - ROGUE LEADER 92

CLOSE-UP LUKE - Looking back to the speeder cockpit. The horizon twists and shakes behind Luke's head as he swings the tiny craft around for another run.

LUKE
Wedge, split your squad into pairs ...

93 EXT ICE PLAIN - BATTLEFIELD - HOTH 93

FULL SHOT - Pan through foreground legs of walker as speeder banks and turns away. Two other speeders pass the first speeder going in the opposite direction.

94 EXT ICE PLAIN - BATTLEFIELD - HOTH 94

MED FULL SHOT - Three walkers marching right to left firing all cannons.

95 OMIT OMIT 95

96 INT WALKER NO. 3 COCKPIT 96

Two pilots watch the distant gun emplacements as they maneuver their war machine forward.

PILOT
(technical jargon)

Luke's speeder banks in from the side and heads straight for the viewport, blasting away. A huge explosion hits the window and dissipates. The speeder roars over the window.

97 EXT ICE PLAIN - BATTLEFIELD - HOTH 97

FULL SHOT - Moving across the top of the walker as Luke's speeder skims across it. Trucking with the speeder then it flys overhead.

98 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 98

CLOSE-UP LUKE LOOKING BACK as the walker grows small in the distance.

LUKE
That armor is too strong for blasters.

99 EXT ICE PLAIN - BATTLEFIELD - HOTH 99

OVERHEAD TWISTING FULL SHOT WALKER - Luke's speeder banks up toward camera and turns.

100 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 100

SIDE VIEW CLOSE-UP LUKE - On the horizon a walker moves up past the cockpit window twisting as Luke banks and starts another run.

LUKE
Rogue Group use your harpoons and tow cables. Go for the legs. It's our only hope of stopping them. Hobbie, are you still with me?

101 INT HOBBIE'S SNOWSPEEDER - ROGUE FOUR 101

CLOSE-UP FRONT HOBBIE as the horizon twists then rights itself in the background. Hobbie, a tanned-skin vet of many battles, expertly works his controls.

HOBBIE
Yes, Sir.

LUKE (VO)
Well stick close now.

102 EXT ICE PLAIN - BATTLEFIELD - HOTH 102

FULL OVERHEAD TRUCKING - Luke's speeder races into the frame from the left in full bank, then straightens out. Hobbie's ship comes in from the left and moves in next to Luke's ship in a tight formation. They bank in unison and drop closer to the ice surface.

103 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 103

SIDE CLOSE-UP DACK - Struggles with his harpoon gun as he bounces around in the tumbling ship.

DACK
Whoea! Luke, I can't seem to find my restraints ...

Explosions flash outside the window. As the ship moves left to right they pass a walker in the distance.

104 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 104

INT PILOT'S POV - Over the shoulder of Luke as he swings the speeder around and aims it at the oncoming walker. Laser bolts and flack create a deadly wall the speeder must pass through.

104 CONTINUED 104

LUKE
Just hang on Dack, and get ready to fire that tow cable ...

A huge explosion engulfs Luke's speeder, the battered craft wobbles a bit.

105 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 105

FRONT CLOSE-UP LUKE - As the speeder shudders under the impact of the explosion, but he manages to regain control of the craft. The horizon twists in the background.

LUKE
Stand by, Dack, we're almost there. Are you okay, Dack?

106 EXT ICE PLAIN - BATTLEFIELD - HOTH 106

FULL LOW ANGLE - The two speeders fly in a tight formation toward the camera as explosions burst all around the craft. The speeders fly right over the camera.

107 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 107

SIDE CLOSE-UP LUKE - Interior speeder as Luke struggles to turn around to see if Dack is alright. In the background the giant legs of the walker pass by as Luke banks under the monstrous machine.

LUKE
Dack!

108 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 108

CLOSE-UP DACK FROM LUKE'S POV - Dack is lost, blood streams down his forehead which rests on his smoldering controls. Out the back window the receding walker can be seen in the distance.

109 OMIT OMIT 109

110 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 110

MED SHOT - Rebel Troops fire at camera with the generator visible in the distance. Explosions erupt in the foreground.

111

111 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 111

MED SHOT - The rebel officer we had seen earlier is hit by laser fire. Troops rush to his aid.

112 EXT ICE PLAIN - POWER GENERATORS - GUN TOWERS 112

MED SHOT - Rebel Troops fire the dish-like ray gun. The generator is seen in the background.

113 EXT ICE PLAIN - BATTLEFIELD - HOTH 113

FULL SHOT - Two walkers (one near, one far) lumber on toward camera as a speeder between them explodes in a ball of flames going left to right.

114 INT MAIN HANGAR - HOTH 114

Muffled explosions create ear-shattering cracks in the ice roof of the hangar. Han and Chewie look up from their frantic welding to see the gap in the ceiling grow wider. Han makes a final weld.

HAN
First chance we get, we're giving this crate a complete overhaul ... That's tight enough.

115 COMMAND CENTER - REBEL BASE - HOTH 115

Large chunks of ice tumble into the command center. Leia seeks shelter.

RIEEKAN
I'm not sure we can protect two transports at a time.

LEIA
It's risky but our holding action is faltering.

RIEEKAN
(into com-link)
Launch patrol ... proceed with accelerated departures ...

LEIA
(to Aide)
... begin clearing the remaining ground staff.

R116 INT IMPERIAL WALKER NO. 1 R116

COCKPIT - Over the shoulders of the pilots to the power generators in the distance.

116 IMPERIAL WALKER NO. 1 116

Explosions all around.

S116 IMPERIAL WALKER NO. 1 S116

Two speeders race by right to left. The pilots fire at the gnat-like attackers. General Veers moves in between the pilots.

VEERS
... Distance to power generators?

PILOT
Six-four-one ...

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R117 INT IMPERIAL WALKER NO. 1 COCKPIT R117

CLOSE-UP VEERS - As he bounces along, he pulls down an electro-telescope and studies the rebel positions. Suddenly, that huge vehicle rocks violently. The pilots scramble over their controls to level the crafts.

S117 OMIT OMIT S117

117 OMIT OMIT 117

118 EXT BATTLEFIELD - HOTH 118

HIGH SHOT - Side view of a speeder going left to right as it banks sharply and dives away from camera toward the fast rushing surface.

119 INT WEDGE'S SNOWSPEEDER 119

CLOSE-UP FRONT - Wedge lets out a rebel yell, the horizon twisting behind him.

120 EXT BATTLEFIELD - HOTH 120

RULL SHOT TRUCKING - Panning with the speeder as it turns around and races under camera. Starts going left to right, turns to go overhead.

121 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 121

OVER THE SHOULDER POV of Wedge as he heads towards Walker No. 3, going almost to where it passes between the legs.

122 CLOSE-UP SIDE SHOT of the gunner as he passes the legs. He reaches for the firing switch.

WEDGE
Activate harpoon.

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123 EXT BATTLEFIELD - HOTH 123

MED FULL SHOT of the speeder racing to camera through the legs of Walker No. 3

124 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 124

CLOSE-UP HAND pushes button that fires harpoon.

125 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 125

BACK POV from gunner as the harpoon flashes and fires at the receding legs.

ROGUE THREE GUNNER
Cable out! Let her go ...

126 EXT BATTLEFIELD - HOTH 126

MED SHOT of the harpoon going right to left and embedding itself in one of the legs of Walker No. 3.

127 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 127

CLOSE-UP SIDE WEDGE as he checks his controls, and banks around the walker's front. Left to right.

128 EXT BATTLEFIELD - HOTH 128

FULL SHOT SPEEDER as it races left to right around one of the giant walker feet, trailing the cable behind it. The speeder continues around the back foot going right to left. Track with Walker No. 3.

129 EXT BATTLEFIELD - HOTH 129

HIGH OVERHEAD MOVING SHOT of speeder as it circles the walker moving around the tail end. A second speeder passes in the foreground with the cable in tow.

130 EXT BATTLEFIELD - HOTH 130

FULL PANNING SHOT of speeder moving left to right in front of the giant legs of the walker towing the cable.

131 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 131

CLOSE-UP OF WEDGE as he swings the speeder between the legs of the giant walker.

132 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 132

PILOT'S POV of walkers legs as the speeder races along the side close to the lumbering machine.

132 CONTINUED 132

ROGUE THREE GUNNER
Cable out!

133 EXT BATTLEFIELD - HOTH 133

FULL SHOT panning with the speeder as it zooms behind the legs moving right to left.

134 INT WEDGE'S SNOWSPEEDER - ROGUE THREE 134

CLOSE-UP HAND pushes button on cable release inside speeder cockpit.

135 EXT BATTLEFIELD - HOTH 135

CLOSE-UP CABLE RELEASE on back of the speeder as it snaps loose and the cable drops away.

136 EXT BATTLEFIELD - HOTH 136

FULL SHOT OF THE SPEEDER zooming over camera and away into the distance moving slightly right to left. Low angle, no horizon showing.

137 EXT BATTLEFIELD - HOTH 137

MED SHOT of the tangled legs and feet of Walker No. 3 coming to camera. The monster begins to stumble.

138 EXT BATTLEFIELD - HOTH 138

EXTREME LONG SHOT OF WALKER NO. 3 through the legs of a foreground walker. The giant Imperial assault machine stumbles and starts to fall to the ground. Side angle moving right to left.

139 EXT BATTLEFIELD - HOTH 139

CLOSE FULL SHOT of Walker No. 3 coming to camera crashing into the snow which flies in all directions.

140 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 140

CLOSE-UP LUKE FRONT with twisting horizon background.

WEDGE (VO)
Rogue Leader ... One down, Luke.

LUKE
I see it Wedge ... good work.

141 EXT ICE PLAIN - SNOW TRENCH - GUN TOWERS 141

MED SHOT OF TROOPS in the trenches cheering at the fallen walker. A damaged gun turret smolders in the background. An officer gives a signal in the foreground and the rebel troops charge the fallen walker moving left to right.

142 OMIT OMIT OMIT 142

143 OMIT OMIT OMIT 143

144 OMIT OMIT OMIT 144

145 EXT BATTLEFIELD - HOTH 145

FULL SHOT of downed Walker No. 3. Rebel troops run toward the Walker, followed by two rebel speeders flying overhead ... the walker blows up ... the troops fall to the ground ... some thrown back by the explosion.

146 EXT BATTLEFIELD - HOTH 146

FULL SHOT of Luke and Rogue Two's speeder flying in formation, banking from right to left and flying overhead. Low angle, no horizon. Flak bursts all around them.

147 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 147

CLOSE-UP OF LUKE from the front. He looks over to Rogue Two on his left. The horizon levels out behind him. The ship shudders as flak bursts all around his speeder.

LUKE
Steady, Rogue Two, set harpoon ...
I'll cover for you.

148 INT ZEV'S SNOWSPEEDER - ROGUE TWO - ZEV 148

SIDE CLOSE-UP ANGLE on Rogue Two. Luke's speeder can be seen in the background. The speeders are moving left to right. Rogue Two is wounded in the face; has trouble seeing. The ship bounces under the constant impact of flak.

149 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 149

LUKE'S POV OUT THE SPEEDER window at the distant oncoming walker as flak bursts on all sides. Laser bolts streak past.

150 INT ZEV'S SNOWSPEEDER - ROGUE TWO - ZEV 150

The cockpit explodes in a ball of flame.

151 INT ZEV'S SNOWSPEEDER - ROGUE TWO - ZEV 151

Rogue Two speeder, spewing smoke is still hurtling towards the walker - it explodes and disintegrates.

152 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 152

CLOSE-UP FRONT LUKE works his controls, as the ship shudders under the impact of flak. Luke reacts to the Rogue Two explosion ... he looks around desperately.

LUKE
Wedge ....Wedge ... Rogue Three ...
Set your harpoon and follow me on
the next pass ...

Luke's speeder is rocked by a huge explosion, and a loud metal scream drowns out Luke's sentence. He struggles with the controls as a look of terror crosses his face. Smoke pours out of the back and the horizon twists.

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159 EXT BATTLEFIELD - HOTH 159

The walker is coming right for the fallen speeder. The huge foreshortened legs pound the ground making it shake.

160 OMIT OMIT 160

161 OMIT OMIT 161

162 EXT BATTLEFIELD - HOTH 162

CLOSE-UP of Luke outside the speeder as he searches the cockpit, straining to reach inside.

163 INT LUKE'S SNOWSPEEDER - INSERT 163

Luke's hands are straining to release a gun which is attached to the interior of the cockpit ... finally it comes away in his hand.

164 EXT BATTLEFIELD - HOTH 164

MED FULL SIDE VIEW as Luke pulls the landmine out of the cockpit and leaps away just as the huge back foot of Walker No. 2 comes crashing down on the tiny speeder. The rebel vehicle is crushed flat by the powerful walker.

165 OMIT OMIT 165

166 EXT BATTLEFIELD - HOTH 166

CLOSE-UP LUKE as walker foot raises in background and goes out of frame. He looks up at the underbelly of the walker.

R167 EXT BATTLEFIELD - HOTH R167

Luke's POV of the moving underbelly of the huge walker as it passes over his head.

167 EXT BATTLEFIELD - HOTH 167

MED PAN PAST the back legs of Walker No. 2 following Luke as he runs under the monstrous machine and fires the gun at the underbelly of the walker, directly above him. A thin cable follows the projectile from the gun.

153 EXT BATTLEFIELD - HOTH 153

FULL SHOT of oncoming walkers in distance as Luke's speeder races over camera moving left to right trailing smoke and flames. The speeder crashes into the snow a few yards in front of the walker.

154 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 154

INT CLOSE-UP inside Luke's cockpit as he struggles to get out. He gets desperate as he looks out of the cockpit window.

155 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 155

Three quarter forward as Luke tries to open the cockpit top. Through the windshield we can see the giant walker crushing ever closer. The ship shudders under the impact of the huge metal feet pounding the ice plain.

156 INT LUKE'S SNOWSPEEDER - ROGUE LEADER 156

SIDE ANGLE CLOSE-UP from inside the cockpit as Luke manages to get the hatch halfway open and pulls himself out. The ship shakes from the approaching walker. He tries to pull Dack out of the speeder.

157 EXT BATTLEFIELD - HOTH 157

EXTREME CLOSE-UP of giant walking foot as it comes crashing to the ground, sending snow in all directions.

R158 LUKE'S SNOWSPEEDER R158

Luke scrambles over top of speeder and tries to get something out of the cockpit.

158 EXT BATTLEFIELD - HOTH 158

MED FULL SHOT as Luke gives up trying to pull his dead gunner from the speeder ... Luke jumps across the speeder, reaches into the front of the cockpit and grabs a harpoon gun. The ominous shadow of the huge walker No. 2 falls over him as he looks up at the approaching monster. The ground shakes under the impact of the pounding feet. Luke gets an idea and runs back to the speeder, reaching inside the cockpit for something.

167 CONTINUED 167

Another walker can be seen in the background moving left to right.

168 EXT BATTLEFIELD - HOTH 168

CLOSE-UP OF MAGNETIC head and cable attaching itself on the underbelly of Walker No. 2. The cable is pulled tight as Luke tests it.

169 EXT BATTLEFIELD - HOTH 169

MED SHOT of Luke running as he attaches the cable drum to his belt buckle. Luke is pulled up the cable. The second walker can be seen left to right in the background.

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170 EXT BATTLEFIELD - HOTH 170

EXTREME LONG SHOT of Luke dangling from the underbelly of Walker No. 2, moving right to left. The giant legs of a second walker move through the foreground.

171 EXT BATTLEFIELD - HOTH 171

MED CLOSE-UP of Luke being pulled up the cable to the underbelly of Walker No. 2 going right to left. Two rebel speeders pass in the background. Flack burst in the distance.

172 EXT BATTLEFIELD - HOTH 172

HIGH ANGLE LOOKING down at Luke as he moves up into a close shot. The walker's giant feet are seen pounding across the moving snow. Stray laser bolts pass him as he swings.

173 EXT BATTLEFIELD - HOTH 173

MED SIDE SHOT of Luke as he reaches the hull of Walker No. 2, next to a small hatch. Luke, hanging precariously, cuts the solid metal hatch with his laser-sword.

174 EXT BATTLEFIELD - HOTH 174

CLOSE SIDE ANGLE of Luke taking the landmine from around his neck and throwing it inside the Imperial machine. He starts down the cable, fast.

175 EXT BATTLEFIELD - HOTH 175

LOW ANGLE looking up at Walker No. 2 as Luke slides down the cable, then drops past camera.

176 EXT BATTLEFIELD - HOTH 176

SIDE MED SHOT of Luke falling on the snow. He lies unconscious as the giant rear leg passes by just missing him.

177 EXT BATTLEFIELD - HOTH 177

3/4 REAR LOW ANGLE SHOT of the giant Walker No. 2. It stops in mid-step. A muffled explosion is heard then the insides of the giant walker come blasting out every conceivable opening. It sits dead in its tracks, smoking like a locomotive on stilts.

178 INT COMMAND CENTER 178

Apart from the distant thunder of laser blasts, the corridor is strangely quiet and empty. Running footsteps echo through the freezing hallway, then Han appears. Cracks have appeared in some of the walls and some pipes are broken ... steam shooting out. Han hurries into the Command Center. It is a shambles but some people are still at their posts. As he enters a gigantic cave-in almost obliterates the scene. He finds Leia and Threepio near one of the control boards.

HAN
I heard the Command Center was hit, are you alright?

Leia nods. She is surprised to see him.

HAN (Continues)
Come on, you've got to get to your ship.

Leia looks exhausted ... Han grabs her hand and starts to lead her out ... but she pulls back.

LEIA
(to Controller)
Give the evacuation code signal ... and get to the transport.

As Han, Leia and Threepio run out of the Command Center we hear the code signal echoing off the corridor walls.

P. A. VOICE
Disengage, disengage. Begin retreat action.

179 OMIT OMIT 179

180 INT ICE CORRIDOR - REBEL BASE - BOTH 180

With Threepio trailing behind, they race down the corridor to where it ends in a T and round the corner only to find it blocked with ice and snow. They start back the other way and pass door marked DANGER - SEATED AREA BY ORDER OF SECURITY CONTROL Threepio trailing behind reacts to the bellowing and horrific pounding sounds coming from behind the door.

THREEPIO
Oh my, there must be a hundred of them in there.

He races down the corridor.

181 OMIT OMIT OMIT 181

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182 INT ICE CORRIDOR 182

Han pull his com-link out and talks as he runs.

HAN
(into com-link)
Transport C one seven ... we're coming ... hold on!

Suddenly there is an explosion, a loud crack. Han turns, grabs the Princess and pulls her to the wall as a giant cave-in occurs in front of them.

HAN (Continued)
We're cut off ... you'll have to take off without her.
(to Leia)
... If we're lucky we can still make it to the Falcon.

He runs out followed by Leia and Threepio.

183 OMIT OMIT 183

184 OMIT OMIT 184

185 EXT REBEL GUN EMPLACEMENT 185

A rebel officer puts his hand to his helmet earphone in an attempt to hear his com-link.

COM-LINK
Disengage, disengage. Begin retreat action.

The officer flips a switch on his com-link and a loud whistle is heard. He signals his men to retreat.

186 EXT BATTLEFIELD - HOTH 186

LOW ANGLE MEDIUM SHOT of Walker No. 1 as it advances at camera, going slightly right to left. The smoldering walker that Luke just blasted stands dead in its tracks in the background.

187 INT IMPERIAL WALKER NO. 1 - COCKPIT 187

CLOSE over the shoulder of walker pilot. POV of rebel troops and power generators. Veers steps into frame.

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188 INT IMPERIAL WALKER NO. 1 - COCKPIT 188

REVERSE CLOSE-UP of Veers as he studies various readouts.

PILOT
Point 3.3.5 ... coming within range, Sir.

Veers turns to Assault Officer.

All troops will debark for ground assault. Prepare to target the main generator.

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189 EXT REBEL GUN EMPLACEMENT 189

MED SHOT - Rebel troops retreat under the onslaught.

190 EXT BATTLEFIELD - HOTH 190

LOW ANGLE FULL SHOT of three of the giant walkers advancing to camera, firing lasers. A lone speeder is in the background.

R191 EXT BATTLEFIELD - HOTH R191

MED BEHIND TROOPS fleeing over camera, the ground explodes around them.

191 EXT BATTLEFIELD - HOTH 191

Equipment and dead rebel troops in trench as the giant walker steps over them.

192 EXT BATTLEFIELD - HOTH 192

LOW ANGLE FULL SHOT of three of the giant walkers advancing to camera, firing lasers, with troops in foreground running toward and over camera as the snow erupts all around them. A lone rebel speeder is in the background.

193 EXT BATTLEFIELD - HOTH 193

BACK CLOSE-UP of guns on walker-head, firing.

R194 EXT REBEL GUN EMPLACEMENT - HOTH R194

ANOTHER ANGLE - Rebel Troops retreat as a walker looms in the background. Pan down to troops as an explosion hits.

S194 EXT REBEL GUN EMPLACEMENT - HOTH S194

MED SHOT - Rebel Troops retreat as the walker appears overtaking them. One speeder appears going right to left. It is smoking and is also retreating.

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T194 EXT REBEL GUN EMPLACEMENT - HOTH T194

Rebel Troops retreating into a trench as a gun turret is hit by lasers.

U194 INT ROGUE FOUR SPEEDER (HOBBIE) U194

Hobbie is wounded - smoke is pouring out of his speeder ... he surveys the retreat on the ground ... makes a decision and starts to turn.

194 EXT ROGUE FOUR SPEEDER (HOBBIE) 194

The speeder makes a sharp u-turn, (changing from right to left to going left to right).

R195 INT WALKER NO. 1 - COCKPIT R195

CLOSE-UP VEERS inside Walker No. 1 cockpit. He speaks over the com-link as he studies various readouts.

VEERS
... yes, Lord Vader. I've reached the main power generators. The shield will be down in moments. You may start your landing.

Veers reaches for the electro-rangefinder and lines up the main generator.

195 INT WALKER NO. 1 - COCKPIT 195

POV VEERS - the main power generators ... digital readout ... a blur wipes out the scene.

196 EXT BATTLEFIELD - HOTH 196

FULL SHOT of Hobbie's speeder, Rogue Four, as it races over camera right at the end of the oncoming walker.

R197 INT WALKER NO. 1 - COCKPIT R197

CLOSE-UP VEERS - he takes eye from eyepiece and stares horrified at what is imminent ...

197 INT WALKER NO. 1 - COCKPIT 197

OVER THE SHOULDER of Veers and his pilots as the speeder crashes into the front window.

PILOT
He's going to ...

Impact, huge explosion.

198 EXT BATTLEFIELD - HOTH 198

FULL SHOT of Walker No. 1 with head exploding and flying into a million pieces.

199 FULL SHOT Walker No. 1. After a few moments the headless walker topples over on its side in a cloud of snow.

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200 OMIT OMIT OMIT 200

201 EXT BATTLEFIELD - SNOWDRIFT - HOTH 201

Luke pops his head out of a hole in the snow. Still a little shaken, he tries to stand up, but can't. His com-link whistles.

COM-LINK
Forward units withdrawal complete.

Luke musters all his strength and starts off through the snow toward a distant ice formation.

202 INT MAIN HANGAR - REBEL BASE - HOTH 202

A distant, huge explosion rocks the hangar deck. Ice cakes come crashing down on the Millenium Falcon. Chewie is pacing under the safety of the ship's landing gear. The giant Wookiee pats the underbelly of his beloved ship and barks a few reassuring words. Chewie searches in vain for his captain. Something catches the Wookiee's eye and he lets out a loud SHRIEK.

It is Han and Leia running toward the ship. Chewie runs out into the falling ice, lets out another SHRIEK, then runs up the ship's ramp. Han and Leia run up the ramp after Chewie. Threepio is not far behind.

203 OMIT OMIT OMIT 203

204 OMIT OMIT OMIT 204

S205 INT ICE CORRIDOR - REBEL BASE - HOTH S205

Imperial Troops appear pushing through an ice blockage. Vader is revealed.

T205 INT COMMAND CENTER - REBEL BASE - HOTH T205

Imperial Troops come running through. Vader surveys the place. A huge ice chunk falls, almost hitting him. He continues around it.

205 INT MAIN HOLD MILLENIUM FALCON - MAIN HANGAR - HOTH 205

Han standing before a control panel, is busy flipping switches as Chewie watches the troublesome gauge. Leia worriedly watches their efforts.

HAN
How's that, Chewie?

The Wookiee barks a negative reply.

LEIA
Would it help if I got out and pushed?

HAN
Don't worry, your holiness, I'll get her started.

Threepio clanks into the hold.

THREEPIO
Sir, I was wondering if I might ....

Han gives the gold robot a devastating look.

THREEPIO
It can wait.

S206 INT ICE CORRIDOR - REBEL BASE - HOTH S206

Imperial Stormtroopers run through the hallways checking out the rooms for survivors. Three Stormtroopers stop at the door marked with the sign DANGER SEALED AREA. Two of the Stormtroopers open the door and are immediately pulled inside with tremendous force. Ferocious roars come out of the black room as the THIRD STORMTROOPER slams the door shut and staggers back in shock. Darth Vader rounds a corner and speaks to him, indicating the door.

S206 CONTINUED S206

VADER
Rebel troops?

THIRD STORMTROOPER
I don't think so, sir.

T206 INT COCKPIT - MILLENIUM FALCON - MAIN HANGAR - HOTH T206

Han is busy flipping switches. Leia watches him, impatient, disbelieving.

LEIA
This bucket of bolts is never going to get us past that blockade.

HAN
(into intercom)
Chewie ... come on!
(turns to Leia)
This baby's still got a few surprises left in her ...

LEIA
I'll be surprised if we start moving.

A laser blast hits the side cockpit window.

206 INT COCKPIT - MILLENIUM FALCON - MAIN HANGAR - HOTH 206

SIDE VIEW - Han and Leia look out the window. POV see a squad of Stormtroopers rushing into far side of the hangar firing.

HAN
(shouts)
Chewie!

Han straps himself into the seat. Leia gets into the navigators chair.

S207 INT MAIN HANGAR - HOTH S207

Stormtroopers are setting up a large Bazooka-like weapon. Behind them the giant hangar doors are opening.

T207 EXT MILLENIUM FALCON - MAIN HANGAR - HOTH T207

A laser gun appears and swings around.

U207 EXT MILLENIUM FALCON - MAIN HANGAR - HOTH U207

Long shot main hangar. Angle behind Stormtroopers with Millenium Falcon in background.

U207 CONTINUED U207

The Stormtroopers are preparing to fire their Bazooka cannon when they are hit by the gun on the Millenium Falcon. They are thrown about in all directions.

V207 INT MILLENIUM FALCON - MAIN HANGAR - HOTH V207

Chewie comes dashing into the cockpit.

HAN
We'll just have to switch over, and hope for the best.

A laser hits the window near Chewie as he is settling into his chair. He lets out a loud WHELP. Chewie pulls back on the controls and the first stage of engine fire can be heard. Han flashes a big grin at Leia.

LEIA
Someday you're going to be wrong, and I just hope I'm there to see it.

Han looks at Chewie.

HAN
Punch it!

The roar of the Falcon's main engines blast out every thing as the ice cave wall rushes by outside the cockpit window, moving right to left.

207 OMIT OMIT OMIT 207

S208 INT MAIN HANGAR - HOTH S208

Storm Troopers run into hangar. Vader comes out of an ice corridor. The roar of the Millenium Falcon engines is very loud. He stops.

T208 POV VADER - INT MAIN HANGAR - HOTH T208

Shooting toward the main hangar doors as the Millenium Falcon (which is now through the door) lifts up and disappears.

208 EXT ICE SLOPE - MILLENIUM FALCON - HOTH 208

FULL SHOT of Luke and two other pilots looking up as the Millenium Falcon races over the camera. The ship is flying very close to the ground. In the background are the fighters.

209 OMIT OMIT OMIT 209

210 EXT ICE SLOPE - X WING - HOTH 210

Luke, Wedge, and his gunner trudge onward toward the nose of an X wing fighter.

LUKE
At least Han got away. Wedge, that looks like yours over there.

WEDGE
Right. Good luck, Luke ... see you at the rendezvous.

The pilots split up. Luke waves. He walks on, and hears a familiar whistle.

LUKE
Artoo, is that you?

Artoo chirps an excited acknowledgement as Luke climbs aboard the spacecraft. Artoo beeps his relief. The roar of the departing X wing can be heard in the distance.

LUKE
Activate the power and stop worrying ... we'll soon be airborne.

211 INT MAIN HANGAR DECK - REBEL BASE - HOTH 211

Darth Vader strides through the remains of the rebel fortress. Two Stormtroopers struggle to keep up with the giant presence. Admiral Piett catches up with the Dark Lord.

PIETT
Seventeen ships destroyed, we don't know how many got away.

VADER
The Millenium Falcon?

PIETT
Our tracking scanners are on it now.

VADER
I want that ship.

212 EXT MILLENIUM FALCON - TIE FIGHTER - STAR DESTROYER - SPACE 212

FULL SHOT, SPACE, with the white planet of Hoth in the lower part of the frame. The Millenium Falcon speeds away from the planet and over camera, closely followed

212 CONTINUED 212

by one huge Star Destroyer and six tiny Tie fighters which also race past camera. The slow moving Star Destroyer fills the frame as it plows ever forward.

213 EXT MILLENNIUM FALCON - TIE FIGHTERS - STAR DESTROYER 213

FULL SHOT, SPACE. The Falcon races low over camera toward two very bright star-sized objects. The six Tie fighters zoom overhead in pursuit followed by a huge Imperial Star Destroyer.

214 INT COCKPIT - MILLENIUM FALCON - SPACE 214

OVERSHOULDER HAN AND CHEWIE. Inside the cockpit Chewie lets out a loud howl. Han checks the deflectors as the ship begins to get buffeted by exploding flak. He appears to be doing six things at once.

HAN
(harried)
I know, I know, I see them ...

LEIA
See what?

HAN
Two more Star Destroyers heading right at us.

LEIA
I'm glad you said there was going to be no problem, or I'd be worried.

Threepio bumps and bangs his way into the cockpit.

THREEPIO
Sir, I was wondering ...

HAN
Either shut up or shut down.

215 INT COCKPIT MILLENIUM FALCON - SPACE 215

FULL SHOT INT MILLENIUM FALCON.

215 CONTINUED 215

HAN
Chewie, how's the deflector shield holding up?

Chewie barks a reply as he readjusts an overhead switch.

HAN
Good ... at sub-light, they may be faster, but we can stil out-maneuver them. Hold on!

216 INT COCKPIT MILLENIUM FALCON - SPACE 216

CLOSE POV - out the Falcon cockpit window as the stars and looming Star Destroyers suddenly shift radically, rising through the top of the cockpit window as the Millenium Falcon starts into a steep dive.

Everyone's stomach is in their throat as Han makes a ninety degree dive straight down.

217 EXT MILLENIUM FALCON - STAR DESTROYERS - SPACE 217

FULL SHOT underneath one of the huge oncoming Star Destroyers as the Millenium Falcon races toward it. Suddenly the Falcon starts into a steep dive straight down toward camera. The Falcon races over camera followed by four Tie fighters. The bottom side of the Star Destroyer continues on a collison course.

218 EXT STAR DESTROYERS - SPACE 218

A huge Star Destroyer in the foreground heads right at two oncoming Star Destroyers and slowly starts to veer to the left.

219 INT STAR DESTROYER NO. 2 BRIDGE - SPACE 219

INT IMPERIAL STAR DESTROYER - Out the front window the two oncoming Star Destroyers can be seen veering to the left.

Alarms. Imperial Star Destroyers get closer and one moves over the bridge so close, it makes brushing contact with Star Destroyer Number Two.

220 EXT SPACE - MILLENIUM FALCON - TIE FIGHTERS 220

FULL SHOT, SPACE - The Millenium Falcon races to camera followed by four Tie Fighters with laser bolts.

221 INT COCKPIT - MILLENIUM FALCON - SPACE 221

Things have calmed down a bit, but the race isn't over yet. Chewie barks at Han. Leia is still trying to

221 CONTINUED 221

find her stomach. The ship is buffeted by laser blasts.

HAN
That slowed them down a bit. Chewie, stand by to make the jump to light speed.

The buffeting of the lasers becomes louder and stronger.

LEIA
They're getting very close ...

With a gleam in his eye.

HAN
Oh yeah ... Watch this.

222 INT MILLENNIUM FALCON - COCKPIT 222

REVERSE POV over shoulder out cockpit window as stars DO NOT go into hyperspace, but just sit there.

223 INT MILLENNIUM FALCON - COCKPIT 223

Han and Chewie look at each other and are thrown into an acute state of concern.

LEIA
Watch what?

Han tries again ... nothing.

HAN
I think we're in trouble.

THREEPIO
If I may say so, Sir, I noticed earlier that the entire main para-light system seems to be damaged.

Chewie lets out a loud wail.

HAN
We're in trouble!

The explosions become heavier.

224 EXT MILLENNIUM FALCON - TIE FIGHTERS - STAR DESTROYER SPACE 224

FULL SHOT - The Falcon races over camera into the starry vastness followed by six Imperial Tie fighters and an Imperial Star Destroyer.

225 EXT SPACE LUKE'S X WING - HOTH 225

FULL SHOT, HOTH - Luke's fighter speeds away from the tiny planet, wings closed.

226 EXT LUKE'S X WING - SPACE 226

FULL SHOT - Luke's fighter over camera, wings closed, disappears into stars.

227 INT COCKPIT - LUKE'S X WING - SPACE 227

CLOSE SHOT Luke's interior fighter, very small planet in background. He makes a decision and flips several switches.

228 INT COCKPIT - LUKE'S X WING - SPACE 228

LUKE'S POV - Stars shift right to left as Luke banks his fighter into a steep turn.

229 EXT LUKE'S X WING - SPACE 229

FULL SHOT - Fighter comes to camera, banks sharply to left. PAN with ship flying away in a new direction.

230 EXT LUKE'S X WING - SPACE 230

OVER ARTOO looking forward as the stars continued to move right to left, then stop as the fighter pulls out of its bank.

231 INT LUKE'S X WING - SPACE 231

INT CLOSE-UP LUKE, stars in background slowly moving from the bottom of the frame to the top.

The monitor screen on Luke's control panel prints out R-2's question.

LUKE
There's nothing wrong, Artoo. I'm just setting a new course ...
(Artoo beeps)
No, we're not going to regroup with the others.

232 EXT LUKE'S X WING - SPACE 232

SIDE VIEW of Artoo as he begins his protest. Artoo whistles an unbelieving: "What?"

233 INT LUKE'S X WING - SPACE 233

Luke reads Artoo's exclamation on his control panel.

233 CONTINUED 233

LUKE
We're going to the Dagobah System.
(Artoo beeps)
We have enough power.
(Artoo sing-songs
a bit of chatter)
They don't need us there.
(Artoo beeps)
I'm countermanding the order! ...

Luke checks his readouts and makes a few adjustments. He rides along with only the soft hum of the instruments to break the silence. Finally, Artoo chirps up.

LUKE
Yes, Artoo.

Artoo answers with a soft carefully-put phrase of whistles.

LUKE
Yes, Artoo. I know the Dagobah System doesn't appear on any of our navigational charts. But, don't worry, it's there.
(Artoo beeps a worried beep)
I'm very sure ... trust me.

Artoo lets out a limp little sigh. The little droid is silent for a moment, as though thinking. Then another beep.

LUKE
Yes, Artoo?
(a carefully-put sentence
of whistles)
No ... no headache, I feel fine ... Why?
(Artoo chirps an innocent
phrase)
No dizziness, no drowsiness, the scars are even gone ...
(Artoo whistles a question)
No, that's all right, Artoo, I'd rather keep it on manual control for awhile.

Artoo lets out a defeated whimper. Luke just smiles at his worried little friend.

LUKE
Trust me, Artoo. I know where I'm going and I'll get us there safely ... it's not far.

234 EXT IMPERIAL STAR DESTROYER - TIE SHIPS - MILLENIUM FALCON 234

The Falcon races to camera followed by four Tie fighters. The Falcon flies under camera, the Tie fighters fly over camera followed by Star Destroyer No. 2 in the distance.

235 INT COCKPIT - MILLENIUM FALCON - SPACE 235

SIDE VIEW INT COCKPIT right to left. Stars race by left to right as flak bursts outside the window.

236 INT HOLD - MILLENIUM FALCON - SPACE 236

Han works furiously at some control panels while giving various orders to Chewie.

HAN
Horizontal booster ...
(Chewie barks)
Alluvial damper ...
(Chewie barks)
Chewie ... get me the hydro spanners.

Chewie hurries over to the pit and places the tools on the edge.

HAN
I don't know how we're going to get out of this one.

Suddenly, a loud thump hits the side of the Falcon, causing it to lurch radically. Chewie barks. The tools fall into the pit on top of Han. Han comes up into shot.

HAN
That was no laser blast ... something hit us ...

LEIA (VO)
Han... Han ... get up here ...

Han climbs out of the hold like a shot. Both run out of the hold.

237 INT COCKPIT - MILLENIUM FALCON 237

POV out front cockpit window as asteroids race by right to left.

238 INT COCKPIT - MILLENIUM FALCON - ASTEROID BELT 238

LEIA
Asteroids!

Han changes places with Leia who has been at the controls. Chewie gets into his chair. Han works his controls as a chunk of rock crosses in front of the ship.

238 CONTINUED 238

HAN
Chewie, set two-seven-one.

LEIA
You're not seriously going into an asteroid field.

HAN
They won't follow us through this!

THREEPIO
If I might remind you, sir, the probability of successfully navigating through an asteroid field is approximately two thousand four hundred and sixty-seven to one ...

LEIA
You don't have to do this to impress me.

HAN
Hang on, sweetheart. We're gonna do some flyin'.

Another asteroid thumps against the ship. Leia winces. Chewie turns and barks at Threepio, who immediately shuts up.

239 INT COCKPIT - MILLENNIUM FALCON - ASTEROID BELT 239

OVER SHOULDER POV as stars move right to left as the Falcon turns into the asteroid storm. Once the stars stop moving right to left and the ship completes its turn, asteroids start coming toward the cockpit window from the distance.

240 EXT MILLENNIUM FALCON - TIE FIGHTERS - ASTEROID BELT 240

CLOSE-UP of asteroid as it tumbles away from the camera at fast speed. When about 40 per cent of the screen is filled with the asteroid, several smaller asteroids crash into it from the side, creating small explosions on the surface. Other asteroids in many sizes pass by in all directions, some colliding and creating explosions. When the big asteroid is 20 per cent of the screen, the tiny Millennium Falcon appears from behind it, veers around the right side and races past camera on the left side through the rain of rocks, followed by the four TIE Fighters, bobbing and weaving around the asteroids.

241 EXT MILLENIUM FALCON - TIE FIGHTERS - ASTEROID BELT 241

FULL SIDE VIEW, TRUCKING with the Falcon as it dodges an asteroid. Several smaller asteroids explode as they collide with the hamburger-shaped ship. PAN with the ship as it banks away from the camera. Four Tie fighters follow, one of which connects with an asteroid and explodes. The other Tie Fighters are pelted with smaller explosions.

242 EXT SPACE - IMPERIAL STAR FLEET 242

FULL SHOT - Vader's Star Destroyer and two others flanked by several smaller Imperial warships move out of Hoth's orbit and over camera.

243 OMIT OMIT OMIT 243

244 INT VADER'S STAR DESTROYER - VADER'S CHAMBER 244

ADMIRAL PIETT hesitates in the entryway to Vader's private cubicle.

ADMIRAL PIETT
My Lord.

VADER (OS)
Come in, Admiral.

Admiral Piett steps into the room and pauses at the sight of ...

Darth Vader, his back turned, is silhouetted in the gloom on the far side of the chamber. A black, insect-looking droid attends him. Among the various apparatus surrounding them, a respirator tube now retracts from Vader's uncovered head. The head is bald with a mass of ugly scar tissue covering it. The black droid then lowers Vader's mask and helmet onto his head. When it is in place, he turns.

ADMIRAL PIETT
Our pursuit ships have sighted the Millenium Falcon, My Lord. It has entered an asteroid field.

VADER
Asteroids don't concern me, Admiral. I want that ship, not excuses. How long until you can have Skywalker and the others in the Millenium Falcon before me?

ADMIRAL PIETT
(worried)
Soon, Lord Vader.

244 CONTINUED 244

VADER
(ominous)
Yes, Admiral ... soon.

245 EXT MILLENIUM FALCON - TIE FIGHTERS - ASTEROID BELT 245

FULL SHOT of two huge asteroids tumbling toward camera as the Millenium Falcon banks around both of them and over camera as a third asteroid barely misses the ship as the three Tie fighters follow in hot pursuit. One Tie fighter scrapes an asteroid and tumbles over camera out of control.

246 EXT STAR DESTROYER NO. 2 - ASTEROID BELT 246

FULL SHOT Star Destroyer coming to camera blasting oncoming asteroids as it goes. Smaller asteroids explode across its massive surface.

247 EXT MILLENIUM FALCON - TIE FIGHTERS - ASTEROID BELT 247

FULL TWISTING SHOT of the Falcon on its side as it races under camera and around an oncoming asteroid rumbling over camera, revealing the Falcon still twisting and ending right side up. Two Ties follow in the distance, coming from either side.

248 INT MILLENIUM FALCON - ASTEROID FIELD 248

Asteroids race by the cockpit window as Han pilots his trusty craft through the dangerous field.

249 INT COCKPIT - MILLENIUM FALCON - ASTEROID BELT 249

INT POV out the cockpit window as a big asteroid drops past the window, narrowly missing the Falcon.

250 INT COCKPIT - MILLENIUM FALCON - ASTEROID BELT 250

Chewie barks in terror as a small asteroid comes especially close ... too close ... and bounces off the Falcon with a loud crunch. Threepio's hands cover his eyes. He manages a short peek at the cockpit window. Princess Leia sits stone-faced, staring at the action. Han gives her a quick look.

HAN
Well, you said you wanted to be there when I was wrong.

LEIA
I take it back.

250 CONTINUED 250

HAN
That Star Destroyer is slowing down.

LEIA
Good.

251 INT COCKPIT - MILLENNIUM FALCON - ASTEROID BELT 251

SIDE VIEW INT FULL SHOT of group as asteroids race by outside the window.

HAN
But we're going to get pulverized if we stay out there much longer.

LEIA
I'm against that.

HAN
We've got to get out of this shower.

LEIA
That makes sense.

HAN
I'm going to get in closer to one of these big ones ...

THREEPIO
Closer!

LEIA
Closer!

Chewbacca BARKS the same word, only louder.

252 INT COCKPIT - MILLENNIUM FALCON - ASTEROID BELT 252

INT OVER THE SHOULDER POV of the dense asteroid field as a giant asteroid comes right at the Falcon and it banks sharply around it.

253 EXT MILLENNIUM FALCON - TIE FIGHTERS - ASTEROID BELT 253

FULL MOVING SHOT as the Millenium Falcon dives away from camera toward the surface of one of the moon-sized asteroids. There is a continued display of explosions across the surface as smaller asteroids collide with the large chunks of rock. Two Ties follow the Falcon to the surface.

254 EXT MILLENNIUM FALCON - GIANT ASTEROID 254

FULL OVERHEAD VIEW as the Falcon moving right to left skims the surface of the giant asteroid. Small asteroids explode on the surface of the ship.

255 EXT MILLENIUM FALCON - TIE FIGHTERS - GIANT ASTEROID 255

LOW TRUCKING across surface as the Falcon and Ties race to camera and zoom overhead under a hail of asteroids.

256 EXT MILLENIUM FALCON - TIE FIGHTERS - GIANT ASTEROID 256

REVERSE LOW TRUCKING as the Falcon and the two Tie fighters race over camera and into the distance.

257 OMIT OMIT OMIT 257

258 OMIT OMIT OMIT 258

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259 EXT MILLENIUM FALCON - TIE FIGHTERS - GIANT ASTEROID 259

LOW TRUCKING SHOT of the Falcon as it races toward camera and past. The Tie fighters approach in the distance, but as the Falcon passes, a giant asteroid intersects the frame in front of the Tie fighters creating a silhouette explosion. As the asteroid continues on its way, it leaves the remains of two explosions.

260 INT COCKPIT - MILLENIUM FALCON - SPACE 260

Han notices something on his main scope and nudges his faithful Wookiee, pointing.

HAN
There, there. Chewie, get a reading on that. Looks pretty good.

LEIA
What is it?

HAN
That should do nicely.

261 INT COCKPIT - MILLENIUM FALCON - GIANT ASTEROID 261

POV OVER THE SHOULDER out cockpit window, skimming the surface of the asteroid as a large crater approaches.

262 EXT MILLENIUM FALCON - GIANT ASTEROID 262

FULL SHOT of the Millenium Falcon as it dives into the huge crater and disappears.

263 EXT MILLENIUM FALCON - ASTEROID SURFACE & CRATER 263

FULL SHOT of Falcon racing over camera and down into crater. The walls are barely visible as the camera TRUCKS with the Falcon, but at a slower speed. A small cave appears on one side of the crater in the distance. The Falcon turns, slows and scoots into the smaller cave.

264 EXT LUKE'S X WING - SPACE 264

FULL SHOT X WING over camera and away toward the cloud cover of Dagobah. Half the planet is seen.

265 EXT LUKE'S X WING - ARTOO - SPACE 265

CLOSE SIDE VIEW of R-2 as he rides on the back of the X wing.

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266 INT COCKPIT - LUKE'S X WING - SPACE - DAGOBAH 266

CLOSE-UP LUKE FRONT with stars moving right to left in background.

Luke watches Artoo's words translated on the computer scope.

LUKE
Yes, that's Dagobah, Artoo ... looks a little grim doesn't it ...
(Artoo beeps)
... No, I don't want to change my mind about this ... I'm not picking up any cities or technology....
(a little nervous)
... Massive life form readings though. There's something alive down there ...
(Artoo beeps a worried query)
... Yes, I'm sure it's perfectly safe for droids. Will you take it easy? ... I guess I imagined that landing beacon. We'll just have to go in and see what happens.
(Artoo whimpers)
Don't worry!

267 EXT LUKE'S X WING - SPACE - PLANET DAGOBAH 267

X wing to camera flying through twilight between space and planet.

268 EXT LUKE'S X WING - SPACE - DAGOBAH 268

CLOSER VIEW as the X wing races over camera and dives into the cloud cover and disappears.

269 INT COCKPIT LUKE'S X WING - CLOUDS 269

SIDE VIEW LUKE as the clouds race by in the background, bottom to top.

270 INT COCKPIT LUKE'S X WING - CLOUDS 270

Luke works desperately at his controls. The cloud cover has completely obscured his vision. An alarm buzzes in the background. Artoo beeps and whistles frantically.

LUKE
I know, I know! All the scopes are dead! I can't see a thing ... Hang on, I'm going to start the landing cycle ... Let's just hope there's something underneath us ...

The blast of the retro rockets is deafening. Artoo's squeals are barely heard. Suddenly, there is a CRACKING sound as if limbs were being broken off trees and then a tremendous jolt as the spacecraft stops. Luke pulls a switch and his canopy pops open.

271 EXT BOG - SWAMP - DUSK - DAGOBAH 271

The mist-shrouded X wing fighter is almost invisible in the thick fog. It's landing lights are on. Luke climbs out onto the long nose of the spacecraft as Artoo pops out of his cubbyhole on the back. The young warrior surveys the fog. About all he can make out are some giant twisted trees nearby.

LUKE
Artoo ... You stay put while I look around.

Artoo lets out a short beep. As Luke steps out of the cockpit onto the nose Artoo loses his balance and disappears with a splash into water.

272 EXT SWAMP - HEAVY FOG - DUSK - DAGOBAH 272

Luke kneels and leans over the plane looking for Artoo ... the water is still.

272 CONTINUED 272

LUKE
Artoo! Artoo!

A small periscope breaks the surface of the water and a gurgly beep is heard. The periscope starts to move to shore ... Luke is relieved and starts running along the nose of the fighter to the front. The outline of the shore is now no more than ten feet away. Luke jumps off the plane into the water. Luke scrambles up to the shore and turns to look for Artoo. The periscope is still moving towards the shore.

LUKE
Hurry ... Artoo!

273 OMIT OMIT OMIT 273

274 OMIT OMIT OMIT 274

275 EXT SWAMP - DUSK 275

The monster thing appears behind the little droid and dives, creating a loud clunk. Artoo's periscope disappears as he lets out a pathetic electronic scream. Luke wades a few feet into the murky pool looking for any sign of his little friend. The black surface is as still as death itself ... a few bubbles begin to appear, then PHHEEWAATT!! The runt-sized robot is spit out of the water, makes a graceful arc and comes crashing down in a patch of moss.

LUKE
Artoo, are you okay?

Artoo responds with a series of feeble whistles and tones.

LUKE
If you're saying coming here was a bad idea, I'm beginning to agree with you.

276 OMIT OMIT 276

277 OMIT OMIT 277

278 EXT SWAMP - BEACH - DUSK 278

As Luke glances around at the spooky swamp jungle that surrounds him, Artoo answers by ejecting a stream of muddy water from one of the ports in his head.

279 EXT IMPERIAL FLEET - SPACE - ASTEROID FIELD 279

FULL SHOT - Fleet around Vader's ship in the asteroid storm. Asteroids big and small begin to pelt the huge surface of the ships. One of the smaller Imperial vessels in the foreground gets hit by a huge asteroid and explodes.

280 INT BRIDGE - VADER'S STAR DESTROYER - MAIN CONTROL DECK 280

INT FULL SHOT - Asteroids collide, creating fireworks display out bridge window. Vader is looking out window above the control deck. He turns toward the bridge. Before him are the hologram images of twenty Battleship Commanders. One of these images, the Commander of the ship just exploded, is fading quickly away at this moment. Another image, in the center and a little apart from the others, is faded and continually disrupted by static. It is the Captain Needa of the Star Destroyer which was most hotly on the tail of the Millennium Falcon. Admiral Piett and an aide stand behind the Dark Lord.

CAPTAIN NEEDA (In Hologram)
... which was the last time they appeared in any of our scopes. Considering the amount of damage we've sustained, they must have been destroyed ...

280 CONTINUED 280

VADER
No, Captain, they're alive. I want every ship available to sweep the asteroid field until they're found.

The imperial Star Captains fade off one by one as Vader turns to Admiral Piett.

VADER
Now what's so important it couldn't wait, Admiral? Speak up!

The Admiral is scared white as a sheet. He's shaking.

ADMIRAL PIETT
It was ... the Emperor ...

VADER
The Emperor?

ADMIRAL PIETT
Yes, he commands you make contact with him ...

VADER
Move this ship out of the asteroid field and into a position where we can send a clear transmission.

ADMIRAL
Yes, My Lord.

VADER
And code the signal to my private chamber.

281 EXT MILLENIUM FALCON - ASTEROID CAVE 281

The pirate starship rests in a dark, dripping asteroid cave. It is so dark, the exact dimensions are impossible to determine.

282 INT COCKPIT - MILLENIUM FALCON - CAVE 282

Han and Chewie are busy shutting down the engine and the electronic systems. Threepio and Leia watch worriedly as all the service lights go out. Han glances from the dimming lights to Leia with a quick grin.

HAN
Getting kinda romantic in here.

Chewie suggests with a GROWL that Han pay attention to

282 CONTINUED 282

the business at hand. Han returns to work.

HAN
(to Chewie)
What are you so grouchy about?

THREEPIO
Sir, I'm almost afriad to ask, but does shutting down all but emergency power systems include me?

Chewie BARKS yes, but Han thinks otherwise.

HAN
No, we're going to need you to talk to the old Falcon here and find out what happened to our hyperdrive ... How good are you with a macrofuser, Your Holiness?

Suddenly the ship lurches, causing all the loose items in the cockpit to go flying. Chewie HOWLS.

HAN
Hang on! Watch out.

THREEPIO
(to Han)
Sir, it's very possible this asteroid is not stable.

HAN
I'm glad you're here to tell us these things ...

The ship begins a violent motion. Chewie HOWLS. The jolting movement throws Leia across the cabin into Han's arms. The motion stops as suddenly as it started. Han and Leia realize they are in each other's arms. They embrace.

HAN
Why. Princess, this is so sudden.

LEIA
Let go ... I'm getting angry.

282 CONTINUED 282

HAN
You don't look angry.

LEIA
How do I look?

HAN
(with feeling)
Beautiful.

Leia flushes, averts her eyes. She's not exactly fighting to get free. But, of course, Han blows it ...

HAN
And excited.

The anger rises in Leia.

LEIA
Sorry, Captain, being held by you isn't enough to get me excited.

HAN
Well, I hope you don't expect more.

LEIA
I don't expect anything, except to be left alone.

HAN
If you'll just get out of my way I'll leave you alone.

Leia realizes this and steps back, embarrassed. Chewie has been watching them argue.

LEIA
Don't you think it's time we got to work on your ship ...

HAN
Fine with me.

She turns and leaves the cockpit. Han turns to his faithful Wookiee, who's been watching all this with Threepio.

HAN
Come on, Chewie, let's tear into this flying short circuit.

Chewie BARKS and starts out of the cockpit with Han.

HAN
You, too, golden rod.

282 CONTINUED 282

THREEPIO
I must admit there are times I don't understand human behaviour.

283 EXT BOG CLEARING - DUSK 283

The mist has dispersed a bit, but it is still a gloomy looking swamp.

Luke is pulling an equipment box from the shore to the clearing.

LUKE
You ready for some power?

Luke ignites a little fusion furnace which throws off a warm glow. He warms his hands then plugs a power cable into Artoo's nose. The droid whistles his appreciation. Luke opens a container of processed food and sits before the thermal heater.

LUKE
Now all I have to do is find this Yoda ... if he even exists.

Artoo beeps and Luke nervously looks around at the foreboding jungle. He grimaces as he forces down the ill-tasting food.

LUKE
This seems like a strange place to find a Jedi Master ... Gives me the creeps.
(Artoo beeps "I'm with you")
Although ... There's something familiar about this place ... I feel like ...

STRANGE VOICE
You feel like what?

Luke jumps out of his skin. Artoo screeches in terror. The young warrior grabs for his light saber as he spins around, looking for the speeder. Mysteriously standing right in front of Luke is a strange, blue creature, not more than two feet tall. The wizened little thing is dressed in rags. It motions toward Luke's sword.

LUKE
(looking at the creature)
... Like we're being watched.

CREATURE
Away put your weapon. I mean you no harm.

After some hesitation, Luke puts away his weapon, although he really doesn't understand why. Artoo watches with interest.

CREATURE (Continued)
I am wondering ... why are you here?

LUKE
I'm looking for someone.

CREATURE
Looking? Looking? You've found someone I'd say. Heh? Yes!

LUKE
(trying to keep from smiling)
Yeah ...

CREATURE
Help you I can ... yes ... yes.

LUKE
I don't think so, you see, I'm looking for a great warrior.

CREATURE
A great warrior?
(shakes his head)
Not many of those. Wars don't make one great.

Yoda jumps and lands on one of the cases of supplies. He begins to rummage around.

LUKE
Get away from there.

Artoo moves to the edge of the case (almost eye level to the creature who is carelessly handling the supplies) and squeaks his disapproval.

The creature picks up the container of food Luke was eating from and take a bite.

LUKE
Hey, that's my dinner!

The creature spits out the bite he has taken. He makes a face.

283 CONTINUED 283

CREATURE
Peewh! Thank you, no. How get you so big eating food of this kind?

He flips the container in Luke's direction and reaches into one of Luke's supply cases.

LUKE
Listen, friend, we did'nt mean to land here, and if I could get my fighter out of this puddle I would, but I can't. So ...

CREATURE
Can't get your ship out? Have you tried? Have you tried?

The creature spots something of interest in Luke's case; Luke loses patience and grabs the case away. The creature retains his prize ... a tiny power lamp. The creature examines it with delight.

LUKE
Give me that!

CREATURE
(retreating with it)
Mine! Mine! Or I'll help you not.

Clutching the lamp, the creature backs away from Luke closer to Artoo.

As the following exchange takes place, one of Artoo's little arms slowly moves out toward the power lamp, completely unnoticed by the creature.

LUKE
I don't want your help. I want my lamp back. I'll need it in this slimy mudhole.

CREATURE
Mudhole? Slimy? My home this is.

Artoo grabs hold of the lamp and the two little figures are immediately engaged in a tug-of-war over it.

ARTOO
Beeps a few "gimme thats".

CREATURE
Mine, mine. Give it back.

The creature lets go with one hand and pokes Artoo lightly with one finger. Artoo reacts big with a squeal, and lets go.

CREATURE
Mine, mine.

283 CONTINUED 283

LUKE
(fed-up)
Okay, Artoo, let him have it.
Now get out of here, little fellow,
we've got things to do.

CREATURE
No, no! I'll stay and help you find your friend.

LUKE
I'm not looking for a friend,
I'm looking for a Jedi Master.

CREATURE
Oh, a Jedi Master. Different
altogether. Yoda, you seek, Yoda.

LUKE
(surprised and skeptical)
You know him?

CREATURE
Of course, yes. I'll take you to
him.. But now eat we must. Good
food. Come, come.

With that, the creature scurries out of the clearing. Luke looks after him. All he sees is the small power-light moving thru the fog. Luke makes his decision and starts after the creature.

ARTOO
(quite upset)
Whistles a blue streak.

LUKE
(to Artoo)
You'd better stay here and watch over the camp.

ARTOO
Beeps even more frantically.

Luke is almost out of sight. He yells back.

LUKE
Artoo, now settle down ... I can take
care of myself ... I'll be safe ... okay?

The little droid grows quiet as Luke disappears from view.

284 EXT BOG TRAIL - DUSK - DAGOBAH 284

Down the misty trail, the creature moves along, holding the small power lamp.

CREATURE
Heh ... safe ... heh ... quite safe
(laughs) ... yes, of course.

285 OMIT OMIT OMIT 285

286 OMIT OMIT OMIT 286

287 EXT IMPERIAL CRUISER - ASTEROID BELT - SPACE 287

FULL SHOT - Looking down on the two medium-sized Imperial cruisers moving across the surface, dropping bombs which create powerful shock waves centred around blue explosions.

288 EXT IMPERIAL CRUISERS - CRATER - GIANT ASTEROID - SPACE 288

The ships move over the creater in which the Millenium Falcon is hiding. A faint ball of light emerges from the crater as a bomb hits the bottom.

289 INT MAIN HOLD AREA - MILLENIUM FALCON 289

The ship rattles and vibrates: The flooring and part of the ceiling have been removed revealing a section of the complex powertrain. Chewie's head pops upside-down out of a bundle of wires in the ceiling. He BARKS. Princess Leia, who is welding something nearby, also stops working and looks up.

THREEPIO
Oh, my, they've found us.

Everyone is quiet for a moment. A second blast.

LEIA
They're moving away.

HAN
They're just trying to see if they can stir something up ... we're safe.

LEIA
Where have I heard that before?

Han ignores her sarcasm and moves past her, rubbing against her in the tight quarters, to continue his work. She watches him for a moment, then goes back to her welding. Threepio whistles and beeps into the control panel in front of him and the control panel whistles back.

289 CONTINUED 289

THREEPIO
Where is Artoo when I need him? I don't know where your ship learned to communicate, but its dialect leaves something to be desired. I believe, Sir, it says the power coupling on the negative axis has been polarized. I'm afraid you'll have to replace it.

HAN
Of course I'll have to replace it.

Chewie BARKS.

HAN
(shouting up at Chewie)
Replace it!

Leia finishes welding the valve she's been working on. She attempts to reengage the system by pulling on a lever attached to the valve. It doesn't budge. Han notices her struggle, and moves to help her. She rebuffs him.

HAN
Easy, your worship. Only trying to help.

LEIA
(still struggling)
Would you please stop calling me that?

Han hears a new tone in her voice. He watches her pull on the lever.

HAN
Sure.

LEIA
You make it so difficult sometimes.

HAN
I do, I really do. You could be a little nicer though ...
(he watches her reaction)
Come on, admit it, sometimes you think I'm all right.

She lets go the lever and rubs her sore hand ...

LEIA
(a little smile, haltingly)
Sometimes, maybe .... occasionally, when you aren't acting like a scoundrel.

289 CONTINUED 289

HAN
(laughs)
Scoundrel ... I like the sound of that ...

With that, Han takes her hand and starts to massage it.

LEIA
Stop that.

HAN
Stop what?

Leia is flushed, confused.

LEIA
Stop that!... My hands are dirty.

HAN
My hands are dirty, too.
What are you afraid of?

LEIA
(looking right into his eyes)
Afraid? ... of getting my hand's dirty.

Han looks at her with a piercing look. He's never looked handsomer, more dashing, more confident. He reaches out slowly and takes Leia's hand again from where it is resting on a console. He draws it toward him.

HAN
That's why you're trembling?

Then with an irristible combination of physical strength and emotional power, the space pirate begins to draw Leia toward him ... very slowly.

HAN
I think you like me <u>because</u> I'm a scoundrel I think you haven't had <u>enough</u> scoundrels in your life.

Leia is now very close and the following exchange takes place as their faces draw even closer. Leia's voice is an excited whisper, in complete opposition to what she's saying.

289 CONTINUED 289

LEIA
I happen to like nice men.

HAN
I'm not nice?

Chewie sticks his head out of the panel to watch.

LEIA
Yeah ... but you ...

He kisses her now, with slow, hot lips. He takes his time, as though he had forever, bending her body backwards. She has never been kissed like this before, and it almost makes her faint. When he stops, she regains her breath and tries to work up some indignation, but finds it hard to talk.

LEIA
Okay, hot-shot ... I...
(he begins to kiss her again)

She tries to speak again but his mouth stops her. A swimming giddiness spins her around until, before she knows it, she is kissing him back. Fianlly, Han breaks the kiss and looks at her. They stand there for a moment looking at each other. Leia is totally, frantically, confused by her feelings. First with her eyes, then with her body, she withdraws, detaches from Han. She slips from his arms and hurries from the cabin.

HAN
Chewie! Gimme a hand with this.

290 OMIT OMIT 290

291

292

291 EXT BOG MEADOW - CREATURE'S HOUSE - RAIN 291

A heavy downpour of rain pounds through the gnarled trees. A strange baroque mud house sits on a moss-covered knoll on the edge of a small lagoon. The small, gnomish structure radiates a warm glow from its thick glassed windows. As the rain tap dances a merry tune on Artoo's head, the stubby little droid rises up on his tip-toes to peek into one of the glowing portals.

292 INT CREATURE HOUSE 292

From inside we see Artoo peeking in the window. The inside of the house is very plain, but cozy. Everything is in the same scale as the creature. The only thing out of place in the miniature room is Luke, who is cramped by the four foot ceiling. He sits crossed-legged on the floor of the living room.

The creature is in an adjoining area, which serves as the kitchen, cooking up some incredible meal. The stove is a steaming hodgepodge of pots and pans. The wizened little creature scurries about chopping this, shredding that and showering everything with exotic herbs and spices. He rushes back and forth putting platters on the table in front of Luke who watches the creature impatiently.

LUKE
... I told you, I'm not hungry..

CREATURE
Patience. It's time to eat.

LUKE
Look, it smells good. I'm sure it's delicious. But I don't know why we can't see Yoda now.

CREATURE
It's the Jedi's time to eat, too.

LUKE
Will it take long to get there? How far away is he?

CREATURE
Not far, not far. Be patient. Soon you will see him. Why wish you become a Jedi?

292 CONTINUED 292

LUKE
Because of my father, I guess.

CREATURE
(placing food on the table)
Oh, your father ... a powerful Jedi was he, powerful Jedi.

LUKE
(a little angry)
How could you know my father? You don't even know who I am.
(fed up)
How long do I have to hang around here! I don't know what I'm doing waisting my time ...

The creature turns away from Luke and speaks to a third party.

CREATURE
(irritated)
No good. I cannot instruct him. The boy has no patience!

Luke's head spins in that direction. There is no one there. The boy is bewildered, but over the next few exchanges it dawns on him that the little creature is YODA, the Jedi Master and he is speaking with Ben.

BEN (VO)
He will learn patience.

YODA
Much anger in him, like his father.

BEN (VO)
Was I any different when you taught me!

YODA
He is not ready.

LUKE
I'm ready ... Ben ... Ben. Tell him!

Luke looks around the tiny room, trying to see Ben. Yoda sits across from Luke.

YODA
Ready are you? What know you of ready? I have trained Jedi for 800 years. My own counsel I'll keep on who is to be trained. A Jedi must have the deepest commitment, the most serious mind.

YODA
(to an invisible Ben, indicating Luke)
This one I have watched a long time. All his life has he looked away ... to the horizon, to the sky, to the future. Never his mind on where he was, on what he was doing. Adventure, excitement ...
(turning to Luke)
A Jedi craves not these things!

Luke looks down, knows it's true.

LUKE
I have followed my feelings.

YODA
You are reckless!

BEN (VO)
So was I, if you remember.

YODA
He's too old. Yes. Too old, too set in his ways to start the training.

Luke thinks he hears a tiny softening.

LUKE
I've learned much.

Yoda turns his piercing gaze on Luke, as though the Jedi Master's huge eyes could somehow determine how much the boy has learned. After a long moment, the little creature turns toward where he alone sees Ben.

YODA
Will he finish what he begins?

Yoda concedes with a resigned look. Yoda continues to stare at the spot for a long time.

LUKE
I will not fail you - I'm not afraid.

YODA
(turns slowly toward him)
You will be, my young one. Heh. You will be.

293 EXT VADER'S STAR DESTROYER - SPACE 293

FULL SHOT - Vader's Imperial Star Destroyer floats against a vast sea of stars.

294 INT VADER'S STAR DESTROYER - VADER'S CHAMBER 294

The Dark Lord, Darth Vader, is alone in his chamber. A STRANGE SOUND is heard and light begins to play across Vader's black figure. He looks up and bows quickly.

A twelve foot hologram of the GALACTIC EMPEROR materializes before Vader. The Emperor's face cannot be seen, for it is shrouded in dark robes with a monk's hood, reminiscent of the cloak worn by old Ben Kenobi. His voice is even deeper and more frightening than Vader's.

EMPEROR
You may rise, my servant.

Vader rises, but he is afraid of his master and continually looks at his feet.

VADER
What is thy bidding, My Master?

EMPEROR
There is a grave disturbance in The Force.

VADER
I have felt it.

EMPEROR
Our situation is most precarious. We have a new enemy who could bring about our destruction.

VADER
Our destruction? Who?

EMPEROR
The son of Skywalker. You must destroy him.... or he will be our undoing.

VADER
He's not a Jedi, he's just a boy. Obi-wan could not have taught him so much that ...

EMPEROR
The Force is strong with him. He must be destroyed.

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294 CONTINUED 294

VADER
If he could be turned, he would be a powerful ally.

EMPEROR
(a long pause)
Yes ... yes. He would be a great asset. Can it be done?

VADER
He will join us or die, My Master.

Vader kneels. The supreme Emperor passes a hand over the crouched Lord of the Sith and fades away.

295 EXT MILLENIUM FALCON - ASTEROID CAVE 295

The pirate starship rests in a dark, dripping asteroid cave. It is so dark, the exact dimensions are impossible to determine.

296 INT COCKPIT - MILLENIUM FALCON 296

The cockpit is quiet and lit only by the indicator lights on the control panel. Princess Leia is sitting alone in the pilot's seat. She runs her hand across the control panel as she thinks of Han, and the confusion he's created within her. Something catches her eye outside the cockpit window. With the reflection of the dash lights, it's hard to make out what it is. Suddenly, something like a soft suction cup attaches itself to the windscreen. Leia moves closer to see what it is. Large, yellow eyes appear staring back at her. Leia is startled and jumps back into her seat, her heart pounding. There is a SCURRY of feet and a loud SCREECH; the eyes are gone.

The young Princess catches her breath, jumps out of her chair and races from the cockpit.

297 INT MAIN HOLD AREA 297

The lights go bright for a second, then go out again. Threepio turns to Chewbacca who is looking over his shoulder at the control panel. Han finishes with some wires.

THREEPIO
Everything checks out here. If I might say so, I believe that should do it.

The Wookiee BARKS and turns as Leia rushes into the cabin. Han drops the final floor panel into place.

297 CONTINUED 297

LEIA
There's something out there!

HAN
Where?

LEIA
Outside, in the cave.

There's a sharp BANGING on the hull. Chewie looks up and BARKS.

THREEPIO
It sounds like it's trying to get in.

HAN
I'm going to see what it is.

LEIA
Are you crazy!

HAN
Look, we just got this bucket going again. I'm not about to let some varmint tear it apart ...

He grabs a breath mask off a rack and the Wookiee does likewise. Leia follows.

LEIA
If there's more than one, you're going to need help.

Threepio looks around and sees that he's been deserted.

THREEPIO
But that leaves me here all alone!

298 EXT MILLENIUM FALCON - ASTEROID CAVE 298

It is very dark and dank inside the huge asteroid cave. Too dark to see what is tearing apart the ship. Chewie BARKS through his face mask, and points over the jutting cockpit. A five foot shape can be seen moving across the top of the Falcon. The leathery creature lets out a screech as Han blasts it with a laser bolt. The black shape stumbles, then tumbles off the spaceship and lands at the feet of the Princess. She leans over and studies the thing.

LEIA
Looks like some kind of Mynock.

298 CONTINUED 298

HAN
(looking around)
There will be more of them. They always travel in groups. And there's nothing they like better than to attach themselves to ships. Just what we need right now.

Leia stamps her foot on the floor of the cave.

LEIA
This asteroid has the strangest consistency ... Look at the ground, it's not like rock at all.

Han kneels and studies the ground, then attempts to study the outline of the cave. There is a Mynock screech in the distance.

HAN
There's an awful lot of moisture in here.

Han unholsters his blaster and fires at the far side of the huge cave. Moments later the cavern begins to shake and the ground begins to buckle.

HAN
I was afraid of that...

Chewie barks and starts for the ship. Leia and Han follow quickly. The large wings of the Mynocks flap past them as they protect their faces and run up the platform.

299 INT MILLENIUM FALCON ENTRY - HOLD AREA 299

As soon as Han and Leia are on board, Chewie closes the main hatch. The ship continues to shake and heave.

HAN
Chewie, fire her up! We're getting out of here.

The Wookiee heads for the cockpit as Han, followed by Threepio, rushes to the hold area and checks the scopes on the control panel. Leia follows. Threepio watches them.

LEIA
They would spot us long before we could get up to speed ...

299 CONTINUED 299

Han rushes past her and heads for the cockpit.

HAN
... There's not time to discuss this in committee.

And with that he's gone. The main engines of the Falcon begin to whine. She races after him, bouncing around in the shaking ship.

LEIA
(angry)
I am not a committee!

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300 INT COCKPIT - MILLENNIUM FALCON - CAVE 300

Han is already in the pilot's seat pulling back on the throttle. The earthquake begins to stop. Leia enters.

LEIA
You can't make the jump to light speed in this asteroid field ..

HAN
... Strap yourself in, sweetheart, we're taking off!

LEIA
But the tremors have stopped.

The ship begins to move forward, the sides of the cave move away. Chewie BARKS as he notices something out the window ahead.

301 INT COCKPIT - MILLENNIUM FALCON - CAVE - POV 301

INT MILLENNIUM FALCON COCKPIT, POV out window of row of jagged white stalagmites and stalactites surrounding the entrance. The entrance of the cave is growing smaller.

302 INT COCKPIT - MILLENNIUM FALCON - CAVE 302

Han pulls hard on the throttle as the ship surges forward.

HAN
I see it Chewie, hang on.

LEIA
The cave is collapsing!

HAN
This is no cave.

302 CONTINUED 302

LEIA
What??

THREEPIO
Oh my, no! We're doomed. Goodbye, Mistress Leia. Goodbye, Captain ...

Leia's mouth drops open as the rocks of the cave entrance are revealed to be giant teeth quickly closing around the tiny ship. Chewie HOWLS.

HAN
Bank, Chewie!

303 EXT MILLENNIUM FALCON - INT MONSTER MOUTH 303

FULL SHOT inside monster's mouth as the Millennium Falcon rolls on its side and barely makes it between two of the monster's teeth before the huge jaw slams closed.

304 EXT CAVE ENTRANCE - ASTEROID CRATER 304

FULL SHOT - The monstrous slug-type creature moves its head out of the cave as the Falcon flies out of its mouth into relative safety. The monster tilts its head as it watches the starship fly away.

305 EXT MILLENNIUM FALCON - GIANT ASTEROID 305

FULL SHOT - The Falcon races out of the asteroid crater into the deadly rain of the asteroid storm. From monster's POV.

306 OMIT OMIT 306

S307 OMIT OMIT S307

307 OMIT OMIT 307

S308 OMIT OMIT S308

308 OMIT OMIT 308

S309 OMIT OMIT S309

309 OMIT OMIT 309

S310 EXT BOG - X WING LANDING AREA - DAY - DAGOBAH S310

Luke's face is upside-down and showing enormous strain. Luke is standing on his hands and Yoda is perched on Luke's feet. Opposite Luke and Yoda are two bowling-ball sized rocks. Luke stares at the rocks and concentrates. One of the rocks lifts from the ground and floats up to rest on the other.

Yoda taps Luke's leg, Luke quickly removes one hand. His body waves, but he maintains his balance. Off screen Artoo can be heard whistling and beeping frantically. Luke concentrates and attempts to lift the top rock. It rises a few feet, shaking under the strain. Artoo continues his beeping. Luke is trying to maintain his balance, but finally collapses. Yoda jumps clear.

YODA -
Concentration heh? Concentration.
Open yourself to The Force ...

Luke looks over to Artoo standing near the edge of the water, frantically hopping around.

LUKE
(a little annoyed)
Oh, Artoo, what is it?

310 OMIT OMIT 310

S311 EXT BOG CLEARING - SWAMP - DUSK - DAGOBAH S311

Artoo waddles back and forth, chirping frantically, then scoots over the edge of the swamp. Luke rushes to the water's edge. The X wing fighter has sunk. All we now see is the tip of the nose.

LUKE
Oh no. We'll never get it out now.

Yoda stamps his foot in irritation.

YODA
So sure are you? Tried have you? Always with you it can't be done. Hear you nothing that I say?

Luke looks uncertainly out at the ship.

LUKE
Master, moving stones around is one thing, but this is a little different.

YODA
(irritated)
No! No different! The differences are in your mind. Throw them out! No longer of use are they to you.

LUKE
(focussing, quietly)
Okay. I'll give it a try.

YODA
No. Try not. Do, do. Or do not. There is no try.

Luke closes his eyes and tries to think the ship out.

311 EXT SWAMP - X WING FIGHTER - DUSK 311

The nose begins to raise above the water. It hovers for a beat and slides back and disappears.

312 EXT BOG CLEARING - SWAMP - DUSK 312

Luke tries as hard as he can.

LUKE
I can't. It's too big.

YODA
Size has no meaning. It matters not. Look at me. Judge me by my size do you?

312 CONTINUED 312

Luke shakes his head no.

YODA
And well you shouldn't. For my ally is The Force. And a powerful ally it is. Life creates it and makes it grow. Its energy surrounds us and binds us. Luminous beings are we ...
(Yoda pinches Luke's skin)
... not this crude matter.
(a sweeping gesture)
Feel it you must. Feel the flow. Feel The Force around you ...
(gesturing)
... Here, between you and I and that tree and that rock ...

Yoda indicates the vicinity of Artoo, whose head spins around looking for The Force.

YODA
... Yes, everywhere, waiting to be felt and used ... Yes, even between this land and that ship!

S313 EXT SWAMP POV LUKE S313

the nose of the fighter appears.

T313 OMIT OMIT T313

U313 EXT SWAMP - ANGLE LOOKING TOWARDS BEACH (½ scale X Wing fighter)

Close on the back of fighter just above surface of water as the FIGHTER rises. In the background we can now see Luke and Artoo on the beach.

V313 EXT SWAMP - MATTE SHOT V313

The fighter majestically rises above the water and moves forward as Artoo beeps in terror and exits frame.

X313 EXT SWAMP - BEACH X313

HIGH ANGLE - Looking down at Luke and Artoo as the nose of the fighter glides thru the frame.

X313 OMIT OMIT X313

Y313 EXT SWAMP - BEACH Y313

Artoo hides behind some giant roots.

Z313 EXT SWAMP - BEACH Z313

Yoda in the foreground, the fighter only partially seen in the background as Yoda now guides it down

313 OMIT OMIT 313

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314 EXT SWAMP - BEACH 314

EX FULL SHOT - The fighter has settled onto the beach, gently. Luke walks towards Yoda.

LUKE
Master ... I ... I don't believe it.

YODA
That is why you fail.

Luke shakes his head, bewildered.

315 EXT VADER'S STAR DESTROYER - SPACE 315

FULL SHOT - Vader's Imperial Star Destroyer in space with Tie Fighters buzzing around.

316 INT VADER'S STAR DESTROYER - BRIDGE - SPACE 316

INT BRIDGE - Starfield, Tie Fighters in background.

Vader stands in the back control area of the bridge with a motley group of men and creatures. Admiral Piett and one of his star captains stand at the front of the bridge and watch the group with scorn.

316 CONTINUED 316

ADMIRAL PIETT
Bounty hunters! Why should he bring them into this? The rebels won't escape us ...

A CONTROLLER interrupts.

CONTROLLER
Sir, we have a priority signal from the Star Destroyer Avenger.

The group standing before Vader is a bizarre array of galactic fortune hunters: there is BOSSK, a slimy, tentacled monster with two huge, bloodshot eyes in a soft baggy face; TUCKUSS and DENGAR, two battle-scarred mangy human types; IG-88 a battered, tarnished chrome war droid; and BOBA FETT a man in a weapon-covered armored space suit.

VADER
... there will be a substantial reward for the one who finds the Millennium Falcon. You are free to use any methods necessary, but I want proof .. no disintegrations.

At that moment, Admiral Piett approaches Vader in a rush of excitement.

ADMIRAL PIETT
My Lord, we have them!

317 EXT MILLENNIUM FALCON - STAR DESTROYER - ASTEROID BELT 317

FULL SHOT, asteroid field, of the Millennium Falcon followed by a firing Imperial Star Destroyer, head to camera. A large asteroid about the same size as the Falcon tumbles over camera and toward the Falcon, covering it from view. The tiny starship banks to miss the giant asteroid as smaller rocks pelt its surface and it roars under camera. The asteroid grows small in the distance as it explodes harmlessly on the Star Destroyer.

318 INT COCKPIT - MILLENNIUM FALCON - ASTEROID BELT 318

INT COCKPIT, OVER THE SHOULDER, of the asteroid storm and flak.

319 INT COCKPIT - MILLENNIUM FALCON - ASTEROID FIELD 319

The ship shudders as flak explodes near the cockpit

319 CONTINUED 319

window. Threepio is watching a tracking scope on the side control panel. Leia watches tensely out the window.

THREEPIO
I can see the edge of the asteroid field, Sir.

HAN
Good. Soon as we're clear, we'll kick this baby into hyperdrive.

320 EXT MILLENIUM FALCON - STAR DESTROYER - SPACE 320

FULL SHOT - The Millenium Falcon races past camera, right to left, followed by the Star Destroyer, firing away.

321 INT COCKPIT - MILLENIUM FALCON - SPACE 321

Chewie BARKS excitedly as the rain of asteroids begins to subside. A bolt from the Star Destroyer creates a huge explosion on the back side of the Millenium Falcon. The ship lurches to one side.

322 EXT MILLENIUM FALCON - STAR DESTROYER - SPACE 322

FULL SHOT - The Falcon going away from camera is hit by a bolt from the Star Destroyer, creating a huge explosion on the back side of the Falcon. The ship lurches to one side, then rights itself. End asteroid storm.

323 INT COCKPIT - MILLENIUM FALCON - SPACE 323

Han corrects the attitude of the ship. Chewie WHINES.

HAN
I'm with you, Chewie. Let's vacate the area. Stand-by for light speed. This time <u>they</u> get the surprise. Hang on ...

324 INT COCKPIT - MILLENIUM FALCON - SPACE 324

INT COCKPIT, OVER THE SHOULDER - Han pulls back on the hyperspace throttle and nothing happens. Flak bursts continue outside.

325 INT COCKPIT - MILLENIUM FALCON - SPACE 325

Han is frantic.

325 CONTINUED 325

HAN
This isn't fair!

Chewie is very angry and starts to GROWL and BARK at his friend and captain. Han desperately pulls back on the throttle again.

HAN
(sheepish on the defensive)
Couldn't be, I checked the transfer circuits, just like you said!

HAN (Continued)
(chewie barks)
I tell you this time it's not my fault. I'm sure I checked it.

LEIA
(almost expecting it)
No lightspeed?

HAN
It's not my fault. I can't understand it!

THREEPIO
Sir, we've lost the rear deflector shield. One more direct hit on the back quarter and we're done for.

LEIA
Well, what now?

Han thinks for a moment, makes a decision and pulls back on a lever.

HAN
Sharp bank, Chewie. Let's turn this bucket around.
(Chewie puzzled, barks)
You hear me, turn around! Full power on the front shield.

LEIA
You're going to attack them?!!!

THREEPIO
Sir, if I might point out, the odds of surviving a direct assault on an Imperial Star Destroyer are ...

Chewie BARKS and the golden droid shuts up.

326 INT COCKPIT - MILLENIUM FALCON - POV - SPACE 326

INT COCKPIT, POV of flak, banking as the Falcon makes a steep turn.

327 EXT SPACE - MILLENNIUM FALCON - STAR DESTROYER 327

FULL SHOT - The Falcon races past camera, right to left. PAN as the starship does a twisting turn and heads back over camera.

328 EXT SPACE - MILLENNIUM FALCON - STAR DESTROYER 328

FULL SHOT - Moving toward the Star Destroyer as the Falcon races over camera and away, becoming very small against the massive surface of the Star Destroyer. Flak.

329 EXT MILLENNIUM FALCON - STAR DESTROYER SURFACE - SPACE 329

FULL SHOT - TRUCKING with the Falcon across the surface of the Star Destroyer as it is bobbing and weaving to avoid the numerous flak bursts. The Falcon flies over camera.

330 INT IMPERIAL STAR DESTROYER NO. 2 - BRIDGE 330

INT STAR DESTROYER BRIDGE, POV of stars as tiny Falcon heads at camera, stars and window in foreground.

Lots of excitement on the bridge of the Star Destroyer as the tiny spaceship races low across the hull headed directly at the huge windows of the bridge area. Alarms go off everywhere.

DECK OFFICER
He's coming in too low!

TRACKING OFFICER
We're going to collide!

CAPTAIN NEEDA
Shields up? He's insane!

DECK OFFICER
Look out!

331 INT IMPERIAL STAR DESTROYER NO. 2 - BRIDGE - ANOTHER ANGLE 331

INT BRIDGE, window, with the Falcon racing at the window as the officers duck. At the last minute, the Falcon veers off and out of sight. Stars, all is quiet.

CAPTAIN NEEDA
Track them, they may come around for another pass.

TRACKING OFFICER
That's strange.

332 OMIT (Replace with S340, 340) OMIT 332

S340 EXT BOG CLEARING - X WING - DUSK - DEGABOH S340

Artoo is busy washing down the X wing fighter. A powerful stream of water sprays from a nozzle in the droid's side, while a hose from his other side trails off into the watery swamp.

340 EXT BOG TRAIL - DUSK - DEGOBAH 340

Luke runs through the bog, jumping incredibly high over roots, racing in and out of the heavy ground fog.

YODA
Much progress do you make, young one. You feel The Force?

LUKE
I feel it much stronger when I'm mad.

YODA
Anger, fear, aggression, the dark side of The Force are they. Easily they flow ... quick to join you in a fight. Beware of them. A heavy price is paid for the power they bring.

Luke lowers his light saber, confused.

LUKE
Price?

YODA
The dark side beckons. But if once start you down the dark path, forever will it dominate your destiny. Consume you it will ... as it did Obi-wan's apprentice.

340 CONTINUED 340

LUKE
Lord Vader ... Is the dark side stronger?

YODA
No, no. Easier, quicker, more seductive.

LUKE
But how am I to know the good side from the bad?

YODA
You will know. When you are at peace ... calm ... passive. A Jedi uses The Force for knowledge and defense. Never for attack.

LUKE
But tell me why ...

YODA
No! There is no why. Nothing more will I tell you now. Clear your mind of questions ... Quiet now be ... at peace ...

Yoda tosses a silver bar high above Luke, but behind him. The young warrior instantly turns and cuts the bar into four places. Yoda is pleased, but Luke is suddenly distracted, wary. He stops running.

YODA
Four this time! Your are learning fast.

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340 CONTINUED 340

LUKE
Something's not right ... I feel danger ... death.

Luke turns to see a huge, tangled, dead black tree. Its base is surrounded by a few feet of water. Giant, twisted roots form a dark and sinister cave near one side. Luke lets Yoda down to the ground. He stares at the tree, breathing hard.

LUKE
You brought me here purposely.

Yoda sits on a large root, pulls out his chew stick.

LUKE
I feel cold.

YODA
This tree is strong with the dark side of The Force. A servant of evil it is. Into it you must go.

LUKE
What's in there?

YODA
Only what you take with you.

Luke looks warily between the tree and Yoda. He ignites his light saber and steps into the water.

YODA
Your weapon ... you won't need it.

Luke gives the tree a long look, then shakes his head "no". Yoda shrugs. Luke reaches up to brush aside some hanging vines and they snap at him like lobster claws ... then they move upwards. Luke looks up and sees they are attached to a monstrous creature who stares down at him - Luke enters the tree.

341 INT TREE CAVE - DAGOBAH 341

Luke moves into almost total darkness. It's wet and slimy. The young Jedi can barely make out the edge of the passage. Suddenly, he is enveloped by a thick spider-like membrane. He thrashes to clear himself and cuts through it with his laser sword. When he is free of it, he holds the saber out before him. Five inches from his face, a beetle the size of Luke's hand scurries up the wall to join its mates. Luke draws back only a moment, then pushes deeper into the cave.

341 CONTINUED 341

The space widens around him, but he can feel that rather than see it. His sword casts the only light. Luke peers into the darkness. It has become very quiet here. There is a long, long beat.

A loud HISS! Darth Vader appears across the blackness, illuminated by his just-ignited laser sword. Immediately, he charges Luke, saber before him. He is upon him in seconds, but Luke sidesteps perfectly and slashes at Vader with his sword.

Vader is decapitated. His head and helmet fly from his shoulders as his body disappears into the darkness. The metallic BANGING of the helmet fills the cave as Vader's head spins and bounces, smashes on the floor and stops. For once instant it sits whole on the floor. Then it cracks vertically. The black helmet and breath mask falls away to reveal ... Luke's head.

Across the space, the standing Luke gasps at the sight, wide-eyed in terror.

The decapitated head fades away, as in a vision.

342 EXT OUTSIDE THE TREE - DUSK - DAGOBAH 342

Yoda sits on the root, calmly chewing on his gimer stick.

333 *EXT VADER'S STAR DESTROYER - SPACE* 333

FULL SHOT - Fleet around Vader's Star Destroyer with second Star Destroyer in the foreground.

334 INT VADER'S STAR DESTROYER BRIDGE - CONTROL DECK 334

The dead body of Captain Needa lies at the feet of Darth Vader. Two Stormtroopers pick it up and carry it quickly away as Admiral Piett and two of his captains hurry up to the Dark Lord.

ADMIRAL PIETT
Lord Vader, our ships have completed their scan of the area and found nothing. The Millenium Falcon definitely went into lightspeed. It's probably on the other side of the galaxy by now.

VADER
Alert all commands. Calculate every possible destination along their last know trajectory and disburse the fleet to search for them. Don't fail me again Admiral, I've had quite enough!

ADMIRAL PIETT
Yes, My Lord. We'll find them.

The Admiral turns to an aide, a little more worried that when he arrived.

334 CONTINUED 334

ADMIRAL PIETT
Deploy the fleet.

335 EXT IMPERIAL FLEET - SPACE 335

FULL SHOT - Imperial fleet as Vader's ship moves away with the smaller ships. Into the foreground, from the bottom, comes a huge Star Destroyer which moves into the distance.

336 EXT STAR DESTROYER SURFACE - MILLENNIUM FALCON - SPACE 336

MED SHOT of Star Destroyer bridge as camera trucks into the Millennium Falcon, clinging to the side of the ship.

337 INT COCKPIT - MILLENNIUM FALCON - SPACE 337

INT FALCON COCKPIT starts moving slowly. Threepio is shut down. Leia glances at Threepio.

LEIA
You could have warned him before you shut him off.

HAN
Oh, so sorry! Didn't mean to offend your droid. You think braking and shutting down in that amount of time is easy?

LEIA
I'm still not sure what you've accomplished.

HAN
Chewie, check the manual release on the landing claws.

Chewie BARKS, struggles from his seat, and climbs out of the cabin holding on to the sides.

LEIA
What'd do you have in mind for your next move?

HAN
(pointing out window)
The fleet is finally breaking up. I'm hoping they'll follow standard Imperial procedure and dump their garbage before they go into light speed.

337 CONTINUED 337

Leia gets it after a moment. She smiles and pats Han like a puppy.

LEIA
Not bad, hot shot, not bad. Then what?

HAN
Then we have to find a safe port around here. Got any ideas?

LEIA
That depends. Where are we?

HAN
Here ... near the Anoat System.

Han points to a configuration of small light points on a computer map screen on the control panel. Leia slips out of her chair and moves next to the handsome pilot. Several systems flash by on the computer screen.

HAN
Funny, I have the feeling I've been in this area before. Let me check my logs.

LEIA
You keep logs? My, how organized.

HAN
Well, sometimes ... Ah-hah, I knew it! Lando - now this should be interesting.

LEIA
Never heard of that system.

HAN
It's not a system, he's a man, Lando Calrissian. A gambler, con-artist ... all-around scoundrel....
(winks at Leia)
... your kind of guy. The Bespin system. It's a fair distance but reachable.

LEIA
(reading from the computer)
A mining colony.

HAN
A Tibanna gas mine. Lando won it in a sabacc match, or so he claims. Lando and I go way back.

337 CONTINUED 337

LEIA
Can you trust him?

HAN
No. But he has no love for the Empire, that much I know ...

Chewie BARKS something on the intercom. Han quickly changes his readouts and stretches to look out the cockpit window.

HAN
I see it, Chewie, I see it ...
Prepare the manual release.
(turns to Leia)
Here goes nothing, sweetheart.

Han leans back in his chair and gives her an inviting smile. She thinks for a moment, shakes her head; a grin creeps across her face and she gives him a quick kiss.

LEIA
You do have your moments ... Not many, but you have them.

HAN
Let 'er go, Chewie.

338 EXT IMPERIAL STAR DESTROYER - SPACE 338

FULL SHOT - Space and Star Destroyer moving slowly away from camera. Junk begins to trail out of the ship and float over camera as the Falcon tumbles by. The Star Destroyer roars and zooms into hyperspace.

339 EXT MILLENIUM FALCON - JUNK - BOBA FETT SHIP - SPACE 339

FULL SHOT - Junk over camera. Going away, the Falcon starts engines and races off into the distance. The junk slowly drifts away. Bob Fett's ship appears in the foreground and moves after the Falcon.

358 OMIT OMIT 358

S359 OMIT OMIT S359

359 EXT BOG - YODA'S HOUSE - DAY - DEGOBAH 359

In the clearing behind Yoda's house, Luke is standing on one hand again, but now Luke's face shows less strain and more concentration. Yoda is sitting in front of the young warrior, staring at his face. On the side of the clearing, two equipment cases slowly rise into the air, Artoo is watching, humming to himself, when suddenly he

359 CONTINUED 359

rises into the air. His little legs are kicking desperately and his head turns frantically, looking for help. Suddenly Luke holds four fingers off the ground. He is balancing on his thumb. We see Yoda laugh for the first time.

YODA
Good, good, now be calm. Through The Force things you will see: other places, other thoughts, the future, the past, old friends long gone.

Luke suddenly becomes distressed.

LUKE
No, Han! Leia!

The two packing boxes and Artoo fall to the ground with a crash, followed by Luke tumbling over.

YODA
(shaking his head)
No, you must learn control ...

LUKE
I saw a city in the clouds.

YODA
Friends you have there, heh?

LUKE
They were in pain ... suffering.

YODA
It is the future you see.

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359 CONTINUED 359

LUKE
Will they die?

YODA
Difficult to see. Always in motion is the future ...

LUKE
I must go to them.

YODA
Decide, you must ... how to serve them best ... If ... you leave now ... help them you could, but you would destroy all for which they have fought and suffered ...

Luke is stopped cold by Yoda's words. Gloom shrouds him as he plops down and Artoo comes over to comfort him.

9 x 0 0 1 2 0

343 EXT MILLENNIUM FALCON - BESPIN SYSTEM 343

FULL SHOT - The powerful pirate starship blasts over camera as it heads toward the soft pink planet of Bespin. Planet is about 25 per cent of frame - moons.

344 EXT MILLENNIUM FALCON - BESPIN SURFACE 344

FULL SHOT, TRUCKING - Bespin's surface. It is dawn on the gaseous planet. Huge billowing clouds form a canyon as the ship banks around them and past camera.

345 EXT MILLENNIUM FALCON - TWIN CARS - CLOUDS - BESPIN 345

TRUCKING, FULL SHOT of Falcon moving right to left in distance as a twin pod cloud car races over camera and toward the Falcon.

346 EXT MILLENNIUM FALCON - TWIN CAR - CLOUD CITY - BESPIN 346

FULL SHOT, TRUCKING with the Falcon coming to camera as the cloud car banks in from the right and pulls along side on the left. Falcon slowly gains on camera and goes overhead.

347 INT COCKPIT - MILLENNIUM FALCON - CLOUDS - BESPIN - SIDE ANGLE 347

INT SIDE VIEW from Falcon cockpit of clouds and cloud car outside, clouds move left to right. Wookiee in foreground. FLAK rocks ships. Chewie barks his concern.

HAN (OS)
No ... I do not have a landing permit ... my registration is ... (static) ...

348 INT COCKPIT - MILLENNIUM FALCON - CLOUDS - BESPIN 348

Flak bursts outside the cockpit window and rattles the ship's interior. Leia looks worried.

INTERCOM (OS VOICE)
Stand by ... any aggressive move will bring about your destruction.

THREEPIO
Rather touchy, aren' they.

LEIA
I thought you knew these people.

HAN
Well, it's been awhile.

CHEWIE
Barks and growls at his boss.

HAN
That was a long time ago. I'm sure he's forgotten all about it, and so should you.

INTERCOM (OS)
Permission granted to land on platform 327 ... any deviation of flight pattern will bring about your ...

Han snaps off intercom. He is angry. The giant Wookiee turns to Han and grunts. Han turns to the worried Princes and her droid.

HAN
He'll help us ... We go way back ... really. Don't worry.

Leia doesn't look convinced.

LEIA
Who's worried?

349 EXT MILLENNIUM FALCON - CLOUD CAR - CLOUD CITY 349

FULL SHOT - Camera moves through clouds to reveal the city in a long shot. We see the ball at the bottom as it bobs in and out of the cloud surface. The cloud car and the Falcon pass over camera and head for the city.

350 EXT MILLENNIUM FALCON - CLOUD CAR - CLOUD CITY - PANNING SHOT 350

FULL SHOT - Ships come to camera, PAN as they pass on left to closer view of city as ships grow small.

351 EXT LANDING PLATFORM - MILLENNIUM FALCON - CLOUD CITY 351

HIGH ANGLE - With cloud car near camera and Falcon dives into the distance, landing on one of the tiny city platforms. Several ships in background.

352 INT CORRIDOR - CLOUD CITY - DAY - BESPIN 352

LANDO CALRISSIAN, a suave, dashing black man in his thirties leads a group of aides and some Cloud City guards rapidly towards the landing platform. The group, like the other citizens of the city, is a motley collection of aliens, droids, humans of all races and descriptions. Lando has a grim expression on his face as he exits onto the landing platform.

353 EXT LANDING PLATFORM - DOOR OF MILLENNIUM FALCON - CLOUD CITY - BESPIN 353

Han and Leia stand at the open door, armed. Behind them stands Chewie, also armed. They survey the scene warily. A dawn wind whips at Lando and his troops as they march across the narrow bridge leading to the landing platform.

LEIA
(to Han, low)
I don't like this.

HAN
(uncertain)
It'll be all right. Trust me ...
(pause)
But keep your eyes open.
Wait here.

Han walks down the ramp, followed by Chewie to the ship. Lando stops ten feet from Han. The two men eye each other carefully. Lando just shakes his head.

LANDO
(grim)
Why you slimy, double-crossing
no-good swindler ...

353 CONTINUED 353

HAN
I can explain everything, Ol Buddy, if you'll just listen ...

LANDO
(still no smile)
... glad to see you.

HAN
(skeptical)
No hard feelings?

LANDO
(no smile)
Are you kidding?

HAN
(getting worried)
I always said you were a gentleman.

Lando breaks out in a big grin.

LANDO
I'll bet.

The two old friends embrace, laughing and chuckling.

LANDO
How you doing, Chewbacca? Still wasting your time with this clown eh?

CHEWIE
Growls a reserved greeting.

LANDO
(not understanding)
Right.

Leia starts down the ramp, followed by Threepio. Lando glances up at her and does a slow take.

LANDO
Hello! What have we here? Welcome, I am Lando Calrissian, Administrator of this facility ... and who might you be?

LEIA
You may call me Leia.

Lando bows before Leia and kisses her hand.

THREEPIO
And I am See-Threepio, human-cyborg relations, at your ....

353 CONTINUED 353

Before Threepio can finish his introduction, Han has put his arm around Lando and steered away from Leia, back toward the city.

HAN
She's traveling with me, Lando and I don't intend to gamble her away, so you might as well forget she exists.

Lando glances longingly over his shoulder at Leia who is following behind the two old friends.

LANDO
That won't be easy, my friend ... What brings you here, anyway?

HAN
Repairs ...

LANDO
(mock panic)
What have you done to my ship?

Han smiles, explains over his shoulder to Leia.

HAN
Lando used to own the Falcon. And he sometimes forgets that he lost her fair and square.

Lando concedes this with a little gesture, speaks to Leia.

LANDO
That ship saved my life more than a few times. It's the fastest hunk of junk in the galaxy.
(to Han)
What's wrong with her?

HAN
Hyperdrive.

LANDO
I'll have my people get to work on it right away. Hate the thought of the Millenium Falcon without her heart.

354 INT CORRIDOR - CLOUD CITY 354

The group has crossed the narrow bridge and entered the city. They walk down the lovely art-deco passageway, rounding several corners and passing many small plazas as they go. Threepio lags a bit behind.

354 CONTINUED 354

HAN
How's your mining operation going?

LANDO
Not as well as I'd like. We're a small outpost and not very self-sufficient. I've had supply problems of every kind and ...
(catches Han grinning at him)
What's so funny?

HAN
Nothing. I never would have guessed that underneath that wild schemer I knew was a responsible leader and businessman ... But you wear it well.

Lando is reflective, he looks at Han a moment.

LANDO
Seeing you sure bring back a few things ...
(shakes his head)
Yeah, I'm responsible these days. It's the price of success. And you know what, Han, you were right all along. It's over-rated.

Han and Lando laugh together. As the lagging Threepio passes a Threepio type silver droid comes out of a door. Threepio stops to look back at the droid when he hears the muffled beeping and whistling of an R-2 unit.

355 INT ANTE-ROOM - CLOUD CITY 355

Threepio enters the room.

THREEPIO
Oh, an R-2 unit, I'd almost forgotten what they sound like ...

Threepio walks thru the doorway, to the main room. He looks in.

THREEPIO
Oh my! ... Those look like ...

A laserbolt to Threepio's chest sends him flying in twenty directions. Smoldering mechanical arms and legs bounce off the walls as the door wooshes closed blocking him from view.

356 *INT CORRIDOR - CLOUD CITY - BESPIN* 356

Lando, Han and Leia continue down the corridor unaware of Threepio's demise. Chewbacca glances around, sniffs the air, but shrugs his shoulders and follows the group.

357 OMIT OMIT 357

365 OMIT OMIT 365

S366 OMIT OMIT S366

366 OMIT OMIT 366

367 OMIT OMIT 367

S368 EXT BOG - X WING FIGHTER CLEARING - DUSK - DEGOBAH S368

The fighter's lights come on. Luke is in the process of lifting a heavy case into the belly of the ship. Artoo is on top of the ship settling down into his place. Yoda stands nearby on a log.

YODA
Luke, you must not go.

LUKE
(to Yoda)
I can't keep the vision out of my head ... My friends ... they're in trouble ... and I feel that ...

YODA
... you must not go!

LUKE
But Han and Leia will die if I don't.

BEN (OS)
You don't know that.

Luke looks over in amazement. Ben has materialized as a real slightly shimmering image near Yoda. He is alive and the power of his presence stops Luke.

BEN (Continued)
Even Yoda cannot see their fate.

LUKE
But, I can help them! I feelThe Force.

S368 CONTINUED S368

BEN
But you cannot control it. This is a dangerous time for you, Luke. The time when you will be most tempted by the dark side of The Force.

YODA
Yes, yes. To Obi-wan you listen young one. The tree. Remember your failure at the tree! Heh?

LUKE
I've learned much since then. And I'll return to finish .... I promise that, master.

BEN
It is you and your ability the Emperor wants, that is why your friends suffer.

LUKE
And that is why I must go.

BEN
Luke, I don't want to lose you to the Emperor, the way I lost Vader.

LUKE
You won't.

YODA
Stopped they must be. Do you hear? On this <u>all</u> depends. Only a fully trained Jedi Knight, with The Force as his ally, will conquer Vader and his Emperor. If you end your training now, if you choose the quick and easy path ... as Vader did ... you will become an agent of evil ...

BEN
Be patient, Luke.

LUKE
And sacrifice Han and Leia?

S368 CONTINUED S368

YODA
If you honor what they fight for ... yes!

Luke is in great anguish. He struggles with the dilemma, a battle raging in his head.

BEN
If you choose to face Vader, you will do it alone. I cannot interfere.

LUKE
I understand. Artoo, fire up the power converters.

ARTOO
Whistles a happy reply.

BEN
Don't give in to hate ... that leads to the dark side.

Luke nods and climbs back into his ship.

YODA
Strong is Vader. Clouded is your fate. Mind what you have learned ...

LUKE
I will, Master Yoda, I will! I'll be back to finish what I have begun ... I give you my word!

Artoo closes the cockpit. Ben and Yoda stand watching as the roar of the engines and the wind engulfs them.

YODA
Told you, I did. Reckless is he ... Now things are going to worse.

BEN
That boy is our last hope.

YODA
No ... there is another.

368 EXT PLANET DAGOBAH - SPACE 368

FULL SHOT - Luke's tiny X wing rockets to camera, left to right, away from the green planet of Dagobah.

369 EXT LUKE'S X WING - SPACE 369

FULL SHOT - X wing, over camera and into space.

S360 INT JUNK ROOM - CLOUD CITY - BESPIN S360

A room piled high with broken or discarded machine parts. Four Ugnaughts, small hog-like creatures are separating the junk and throwing some pieces into a pit of molten metal. Chewie enters and spots one of the Ugnaughts picking up something that looks like the leg of a golden droid ... Chewie's desperate bark stops the leg from going into the pit and scatters the Ugnaughts. Chewie grabs the leg to inspect it ... growling while the short creatures all hide from him, grunting in terror.

T360 EXT LONG SHOT OF THE SKYLINE OF BESPIN (MATTE STATIC) T360

In a foreground building ... Han Solo stands looking out over the city. He hangs half out of the open window - looking down. A Twin-pod flys through the foreground.

360 INT LIVING QUARTERS - CLOUD CITY DAY - BESPIN 360

Sunlight pours through the skylight in a large art-deco living area onto which four apartments open. Han moves from the window. He turns to see Leia standing in the doorway to her apartment.

Han is knocked out by the sight. He ogles the radiant Leia. She has changed from her cold weather pants and jacket to a lovely dress. Her hair is up, tied with ribbons.

LEIA
What are you staring at?

HAN
(ga ga)
Who's staring.

LEIA
You look silly.

HAN
You look great.

LEIA
(embarrassed)
Has Threepio turned up yet?

HAN
Hug? Oh. He's been gone too long just to be lost. He may have gotten into some trouble.
(He pats a spot on his lounge)
Come over here. I want to check this out.

360 CONTINUED 360

Leia thinks it over a moment, then walks over and settles next to Han, who's overjoyed with her apparent pliancy. He's about to envelope her when she throws on the ice water ...

LEIA
I hope Luke made it to the fleet all right.

HAN
Luke! I'm sure he's fine. Probably sitting around wondering what we're doing right now.

Han puts his arm around her. They are ready to kiss. The door zaps open. Chewbacca walks in carrying a packing case of Threepio, arms and legs hanging over the edges. He drops the box on the table.

CHEWIE
Barks at his master.

LEIA
What happened?

HAN
He found him in a junk pile ...

LEIA
What a mess! Chewie, do you think you can repair him?

The giant Wookiee has been studying the array of robot parts. He looks at the Princess.

CHEWIE
Howls and shrugs his shoulders.

HAN
Why don't we just turn him over to Lando to fix?

LEIA
No thanks. Something's wrong here. Your friend Lando is very charming, but I don't trust him.

HAN
Well, I do trust him.

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360 CONTINUED 360

HAN
Listen, sweetheart, I'm not going to have you accusing my friend of ...

There is a BUZZ and the door slides open revealing Lando.

LANDO
Sorry, am I interrupting anything?

LEIA
Not really.

LANDO
My dear, your beauty is unparalleled. Truly you belong here with us among the clouds.

LEIA
(icy)
Thanks.

LANDO
Would you care to join me for a little refreshment?

Han looks at Lando suspiciously.

CHEWIE
Barks at the mention of food. Licks his lips.

LANDO
Everyone's invited, of course.

Leia takes Lando's profferred arm and the group turns to go. Lando spots Threepio's remains.

LANDO
Having problems with your droid?

Han and Leia exchange a quick glance.

HAN
An accident. Nothing we can't handle.

The door slides closed behind them, leaving the battered droid on the table.

361 INT CORRIDOR - CLOUD CITY - DAY 361

Leia walks between Han and Lando as Chewie and the aide follows a short distance behind. Long shafts of light pour across the corridor between tall columns.

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361 CONTINUED 361

LANDO
So you see ... we are a free station and do not fall under the Jurisdiction of the Empire.

LEIA
You're part of the mining guild then?

LANDO
Not actually ... Our operation is small enough not to be noticed. Much of our trade is, well ... unofficial.

362 EXT VERANDA - CLOUD CITY - DAY 362

The corridor opens onto a veranda which overlooks the spiraled top of the city.

City Plaza - as Lando and group pass. City in background with several cloud cars flying around.

LEIA
It's a lovely outpost ...

LANDO
Yes, we're proud of it. You'll find the air is quite special here ... very stimulating.
(He smiles at Leia)
You could grow to like it.

HAN
(Jealous)
We don't plan on staying that long.

LEIA
(Playing on Han's jealousy)
I find it most relaxing ...

363 INT CORRIDOR - CLOUD CITY - DAY 363

They re-enter the corridor and head for a huge doorway at the far end. Chewie begins to sniff something.

CHEWIE
Barks at Han.

HAN
Not now, Chewie. Lando, aren't you afraid the Empire might discover this little operation and shut you down?

363 CONTINUED 363

LANDO
That's always been the danger. It's loomed like a shadow over everything we've built here. But circumstances have developed which will insure security. You see, I've just made a deal that will keep the Empire out of here forever ...

364 INT DINING ROOM - CLOUD CITY - DAY 364

The mighty doors to the dining room slide open and the group enters the dining room. At the far end of a huge banquet table sits, Darth Vader. At his side and slightly behind him is standing Boba Fett, the bounty hunter. Han gives Lando a mean look.

LANDO
Sorry friend, I had no choice. They arrived right before you did.

HAN
I'm sorry too.

Faster than the wink of an eye, Han has drawn his blaster and popped of a couple of quick shots directly at Vader. The Dark Lord quickly raises his hand, deflecting the bolts into one of the side walls, where they explode harmlessly. Just as quickly, Han's weapon zips out into Vader's hand. The evil presence calmly places the gun on the table in front of him.

VADER
We would be honoured if you would join us.

370 INT LARGE CELL 370

Very low angle:

A prison cell flooded with hot light so that everything is bleached out. A high pitched whistle screeches loudly. Chewie is going mad, he hits the wall with his giant fists, is barking and moaning and pacing. The upper lights go off abruptly. Chewie moans, rubs his eyes ... moves to a wall, listens, hits the wall a mighty blow, and moaning to himself moves to a bed where the disassembled pieces of Threepio lie. He picks up the golden droid's head and meditates on it for a few moments. He barks a few remarks of a philosophical nature. Chewie sticks the robot's head on its torso and starts adjusting wires and circuits. Suddenly, the lights in Threepio's eyes spark to life as Chewie touches two connectors together. Threepio immediately begins to speak, but his voice is so slow and so low as to be unintelligible.

THREEPIO
Imm-peeer-eee-all-storr-mmm-trooo ....

Chewie looks at Threepio in bewilderment, then scratches his furry head, gets an idea and adjusts some connections. Threepio immediately begins speaking normally.

THREEPIO
Chewbacca! Watch out, there are Imperial Stormtroopers hidden in .... Oh no! I've been shot!

371 INT PRISON ENTRY AREA - CLOUD CITY 371

The door to another cell slides open and we see a flash of Han Solo hanging on some kind of rack. He is making sharp, piercing screams of agony and pain. Darth Vader exits the cell where Boba Fett waits for him.

R E A D O N T O P A G E 1 2 9 F O R C O N T I N U A T I O N

371 CONTINUED 371

VADER
Bounty hunter, if you are waiting for your reward, you will wait until I have Skywalker.

BOBA
(a very tough customer)
I am in no hurry, Lord Vader. My concern is that Captain Solo not be damaged. The reward from Jabba the Hutt pays double if he's alive.

VADER
His pain is considerable, bounty hunter, but he will not be harmed.

LANDO
What about Leia and the Wookiee?

VADER
You will find them well enough. But they must never again leave this city.

LANDO
That was never a condition of our agreement. Nor was giving Han to this bounty hunter.

VADER
Perhaps you think you're being treated unfairly.

LANDO
(glances at his aide)
No.

VADER
Good. It would be most unfortunate if I had to leave a permanent garrison here.

Vader turns and sweeps into the elevator with Boba Fett. Lando turns with his aide and walks swiftly down another corridor.

LANDO
This deal's getting worse all the time.

AIDE
Maybe you should have tried to negotiate with him.

Lando gives his aide a look that speaks volumes, then walks a few steps in silence, thinking.

371 CONTINUED 371

LANDO
(finally)
I've got a bad feeling about this.

372 INT LARGE CELL 372

Chewie now has a little more of Threepio back together. One arm is connected, but his legs yet to be attached. There is one small problem, however; it appears the Wookiee has managed to put the droid's head on backwards.

THREEPIO
Well, something's not right because now I can't see.
(Chewie barks and adjusts a wire)
There now, that's better, wait ...
Oh, my. What have you done? I'm backwards! You flea-bitten furball! Only an overgrown mophead like you would be stupid enough to put my head ...

Threepio is cut off in mid-sentence as Chewie deactivates a circuit and the droid shuts down. The Wookiee smells something and sits up. The door to the chamber slides open and a ragged Han Solo is helped into the room by two Stormtroopers. The huge Wookiee gives him a big hug as the Stormtroopers leave. *Han is very pale,* with dark circles under his eyes.

CHEWIE
Barks his concern.

HAN
No, I'm alright. I'm alright.

Chewie BARKS again as the door slides open revealing Leia. She looks a little worse for wear also. The troopers shove her into the cell, and the door slides closed. Chewie helps her up and over to Han. The two lovers embrace, kiss.

LEIA
Why are they doing this? I can't understand what they're up to.

HAN
They had me howling on the scan grid, but they never asked me any questions.

The cell door slides open. Lando and two of his guards enter.

372 CONTINUED 372

HAN
Get out of here, Lando!

LANDO
Shut up a minute and listen. I'm doing what I can to make this easier for you.

HAN
This ought to be good.

LANDO
Vader has agreed to turn Leia and Chewie over to me. They'll have to stay here, but at least they'll be safe.

LEIA
What about Han?

LANDO
(to Han)
I didn't know you had a price on your head. Vader has given you to the bounty hunter.

Leia looks with concern to Han.

HAN
You don't know much about much if you think Vader won't want us dead before this is over.

LANDO
He doesn't want you at all. He's after someone called Skywalker.

HAN
Luke? I don't get it.

Leia's mind is racing.

LANDO
Lord Vader has set a trap for him and ...

LEIA
... we're the bait.

HAN
All this just to get the kid? What's so important about him?

LANDO
Don't ask me, but he's on his way.

372 CONTINUED 372

LEIA
Luke's coming here?

Lando nods. Han's rage peaks.

HAN
You fixed us all pretty good ...
(spits it out)
... friend!

Han hauls off and punches Lando. The two friends are instantly engaged in a frantic close quarters fight. The guards hit Han with their rifle butts and he flies across the room. Chewie GROWLS and starts for the guards. They point their laser weapons at the Giant Wookiee, but Lando stops them.

LANDO
Don't shoot! I've done what I can for you. I'm sorry it's not better, but I've got my own problems.
(turns to leave)
I've already stuck my neck out further than I should ...

HAN
Yeah, you're a real hero.

Lando and the guards leave. Han wipes the blood from his chin as Leia and Chewie help him onto one of the bunks.

LEIA
(dabs at his wound)
You certainly have a way with people.

373 EXT LUKE'S X WING - SPACE - BESPIN SYSTEM 373

FULL SHOT - X wing, past camera toward Bespin in the distance.

374 INT COCKPIT LUKE'S X WING - SPACE - BESPIN SYSTEM 374

CLOSE-UP front of Luke with rotating stars in background.

Luke is grim-faced as he pilots his course to Bespin. Artoo beeps and whistles to Luke which reads out on the scope.

LUKE
Yes, I'm sure Threepio is with them.

374 CONTINUED 374

LUKE (Continued)
(Artoo whistles excitedly)
Just hold on, we'll be there soon.

375 EXT LUKE'S X WING - BESPIN SYSTEM - ARTOO - SPACE 375

CLOSE-UP R-2 stars left to right.

376 INT CARBON-FREEZING CHAMBER - CLOUD CITY - BESPING 376

Four armour-suited Stormtroopers stand at the ready in the large chamber, which is filled with pipes and chemical tanks. In the middle of the room is a round pit housing a hydraulic platform. Darth Vader and Lando stand near the platform.

VADER
The facility is crude, but it should suit our needs.

An Imperial Officer, Vader's aide, appears.

AIDE
Lord Vader ... ship approaching ... X wing class.

VADER
Good. Monitor Skywalker's progress and allow him to land. We'll have the chamber ready for him shortly.

LANDO
We only use this facility for carbon freezing. If you put him in there, it might kill him.

VADER
I don't wish the Emperor's prize to be damaged. We'll test it first.
(to a Stormtrooper)
Bring in Solo.

Lando's face registers dismay.

377 EXT LUKE'S X WING - CLOUD CITY - SPACE 377

FULL SHOT - X wing, through clouds, side-trucking PAN as ship approaches city.

378 INT COCKPIT LUKE'S X-WING - BESPIN SYSTEM - SPACE 378

Luke scans his display panels with concern.

378 CONTINUED 378

LUKE
(to Artoo)
You haven't picked up any patrol ships?

ARTOO
Beeps a "negative" which prints out on a panel.

379 INT CARBON-FREEZING CHAMBER - CLOUD CITY - BESPIN 379

There is great activity on the carbon-freezing platform. Six hogmen are frantically preparing the chamber for use. Some pipes are being lowered into the hole. Banging. The Carbonite hoses are being raised. The special coffin-like container is being put in place. With Boba Fett in the lead, a squad of six Stormtroopers bring in Han, Leia and Chewie. Strapped to Chewie's back, with only his head, torso and one arm assembled, is Threepio. Threepio's head faces the opposite direction from Chewie's and the droid is constantly twisting around in a vain effort to see what's happening. His one attached arm is animate and expressive, intermittently pointing, gesturing and covering his eyes. The remaining pieces of his body are roughly bundled to the Wookiee's back. His legs and other arm stick out at odd angles from the pack. Vader turns to Boba Fett.

VADER
Put him in the carbon freezing chamber.

BOBA
What if he doesn't survive? He is worth a lot to me.

VADER
The Empire will compensate you for the loss.

LEIA
No.

Chewie lets out a wild HOWL and attacks the Stormtroopers surrounding Han. Within seconds many Imperial reinforcements have joined the scuffle. The giant Wookiee is clubbed with laser weapons. From the instant of Chewie's first move, Threepio is screaming in panic while he tries to protect himself with his one arm ...

THREEPIO
Wait! What are you doing? ... Oh, no ... Don't hit me! No! He doesn't mean it! ... Calm down, you hairy fool! ... Ouch! I didn't do anything.

379 CONTINUED 379

The Stormtroopers are about to bash Chewie in the face.

HAN
Chewie, no! Stop it, Chewbacca!

Han breaks away from his captors. Vader nods to the guards to let him go and the pirate breaks up the fight.

THREEPIO
Oh, yes ... stop, stop. Thank heavens ...

Han gives the Wookiee a stern look, then a big hug.

HAN
Save your strength for another time, Chewie, when the odds are better.

Han winks at the Wookiee.

CHEWIE
Barks a doleful farewell.

HAN
Yeah ... I know ... I feel the same way ... Keep well.
(turns to guard)
You'd better chain him until it's over.

In a flash the guards have slipped binders on Chewbacca, who is too distraught to protest. Han gives his furry friend a final hug and turns to Princess Leia. He takes her in his arms and she gives him a passionate kiss.

LEIA
... I love you. I couldn't tell you before, but it's true.

HAN
... just remember that, 'cause I'll be back.

He sheds his cocky smile and gives her a soft kiss on the forehead. Tears roll down Leia's face as she watches the dashing pirate walk to the hydraulic platform. Lando, too, watches with anguish. The Hogmen position him and quickly bind his arm and legs. They step back Han looks one final time at his friends and suddenly the platform drops. Chewie HOWLS. Leia turns away in agony. Lando winces in sorrow; it makes a life-changing impression on him.

379 CONTINUED 379

Instantly, fiery liquid begins to pour down creating a shower of sparks and fluid as great as any steel furnace. Chewie has half-turned away from the sight, giving Threepio a view of the procedure.

THREEPIO
They're encasing him in carbonite. It's high quality alloy. Much better than my own. He should be quite well protected ... if he survived the freezing process.

Chewie is in no mood for technical discussions; he gives the droid an angry glance and bark.

A huge mechanical tong lifts the steaming metal encased space pirate out of the vat and stands him on the platform. Some Hogmen rush over wearing thick gloves They push the block over, so that it falls and bounces metalically on the platform. Hogmen slide over the coffin-like structure and in one moment lift the metal block and place it inside. They attach an electronic box onto the structure and step away.

Lando kneels and adjusts some knobs ... the heat can be seen registering on a L.E.D. ... Lando shakes his head in relief.

LANDO
He's alive ... and in perfect hibernation.

VADER
He's all yours, bounty hunter. Reset the chamber for Skywalker.

AIDE
He's just landed, My Lord.

VADER
See to it that he finds his way here.

LANDO
I'll take what is mine now.

VADER
Take them, but I'm keeping a detachment of troops here to watch over them.

LANDO
That wasn't the bargain. You said The Empire wouldn't interfere in ...

VADER
I'm altering the bargain. Pray I don't alter it any further

379 CONTINUED 379

Lando's hand instinctively goes to his throat as he turns back to Leia, Chewie and Threepio.

380 INT CORRIDOR - CLOUD CITY 380

Luke and Artoo move carefully down the deserted corridor. Luke stops as he hears a group of people coming down a side hallway. Artoo lets out an excited series of beeps and whistles. Luke glares at the tiny droid, who stops in his tracks with a feeble squeak.

Boba Fett enters from a side hallway followed by two guards pushing the floating, encased body of Han Solo. Two Stormtroopers who follow, immediately start firing on the young warrior. Luke draws his weapon and blasts the two troopers before they can get off a second shot. The two guards whisk Han into another hallway as Boba lowers his arm and fires a deadly laser at Luke, which explodes to one side and tears up a huge chunk of wall.

381 INT SIDE HALLWAY - CLOUD CITY - DAY 381

By the time Luke reaches the side hallway, Boba, Han and the guards are gone. A thick metal door blocks the passage. Luke turns to see Leia, Chewie, Threepio and Lando being herded away by several other Stormtroopers down a second hallway.

LUKE
Leia!

LEIA
Luke, no! It's a trap.

Before she can finish, the group turns a corner and is gone. Luke races after them, leaving little Artoo trailing behind.

382 INT ANTE-ROOM - CARBON FREEZING CHAMBER - CLOUD CITY BESPIN 382

Luke runs in and stops to get his bearings. Leia and the others are nowhere in sight. Behind Luke, Artoo is whistling down the corridor to the chamber when a giant metal door comes slamming down with a loud CLANG (seemingly on top of the stubby droid), cutting off Luke's exit. Several more doors CLANG shut, echoing through the chamber.

383 INT HALLWAY LEADING TO CHAMBER - CLOUD CITY - BESPIN 383

Artoo is standing with his nose up against the giant metal door. He whistles a long sigh of relief and a little dazed, wanders off in the other direction.

S384 INT ANTE-ROOM CARBON FREEZING CHAMBER - BESPIN S384

Luke is cautiously walking forward between hissing pipes and steam. He sees an opening above his head. As he stops to look up, the platform he is on starts to move.

384 INT CARBON FREEZING CHAMBER 384

Luke rises into the chamber. It is very quiet - there is little steam and no-one appears to be in the large room. Luke cautiously walks towards the stairway. He senses something.

LUKE
(to himself)
Vader ...
(He looks all around)
Lord Vader ... I feel your presence. Show yourself or do you fear me?

Steam begins to build up in the chamber. Luke looks up and sees a dark figure through steam, on a walkway suspended over the chamber. Luke holsters his gun and moves up the stairs to face Vader. Luke looks confident, almost over-eager to engage his enemy.

VADER
The Force is with you, young Skywalker, but you are not a Jedi yet.

Luke ignites his sword in answer. Vader ignites his sword. Luke lunges at Vader who repels the blow. Again Luke attacks, the swords clash and before disengaging they touch one of the metal cross member which melts and is cut through.

385 INT CORRIDOR - CLOUD CITY - BESPIN - DAY 385

Leia, Lando, Chewie and Threepio march along between six Stormtroopers. They reach an intersection where a dozen of Lando's guards are standing at attention. Lando stops before his aide.

LANDO
Code Force ... Seven.

385 CONTINUED 385

The guards immediately aim their weapons at the startled Stormtroopers. The aide takes the Stormtroopers weapons from them, handing one to Leia and one to Lando.

LANDO
Hold them in the security tower. Quietly! No one must know.

Lando's guards march the Stormtroopers away. Lando starts to release Chewie's binding ...

LEIA
What's going on?

LANDO
Come on ... we're getting out of here ...

Chewie turns on Lando and starts to choke him.

LEIA
After what you did to Han I wouldn't trust you to ...

Lando is trying to free himself from Chewie ...

LANDO
(choking)
I had no choice ...

Chewie barks ferociously.

LANDO
(choking)
There's still a chance to save Han ... they're at the East Platform.

LEIA
Chewie ... Let go!

Chewie releases Lando who fights to get his breath back.

LEIA (Continued)
Keep your eyes on him, Chewie!

Chewie growls at Lando as they run out.

LANDO
I have a feeling I'm making another big mistake.

R386 INT CORRIDOR - CLOUD CITY R389

Telephoto low angle - Artoo in a full shot is moving forward. Lando, Leia and Chewie (with Threepio on his back) come running across the frame in foreground. Artoo rushes forward beeping away.

S386 INT CORRIDOR - CLOUD CITY S386

MOVING SHOT - Medium close-up Threepio, his head sticking out of the pack on Chewie's back.

THREEPIO
Artoo ... Artoo ...

Chewie turns to see the stubby droid, causing Threepio to be spun out of sight of his friend.

THREEPIO
Wait! ... Turn around you woolly ... Artoo, hurry we're trying to save Han from the bounty hunter ...

386 INT CORRIDOR - CLOUD CITY 386

LONG SHOT - Artoo is scooting forward beeping, while some of Threepio lines are heard

THREEPIO (OS)
I know ... I know. But Master Luke can take care of himself.

387 EXT BOBA'S SHIP - EAST LANDING PLATFORM 387

The two guards slide Han's encased body into an opening in the side of the bounty hunter's ship. Boba climbs aboard on a ladder next to the side opening.

BOBA
Seal it.

The door slams shut.

388 EXT EAST LANDING PLATFORM - SIDE BAY 388

An elevator slides open and Lando, Leia and Chewbacca race for a large bay overlooking the East Landing Platform.

389 EXT EAST LANDING PLATFORM - CLOUD CITY 389

FULL SHOT, INT EAST LANDING PLATFORM - Boba Fett's ship takes off against cloud sky at sunset.

390 EXT EAST LANDING PLATFORM - SIDE BAY 390

Chewie HOWLS and starts firing at the ship.

LANDO
It's no use, they're out of range.

THREEPIO
Oh my, no!

A laser bolt explodes near the Princess and everyone turns to see what Threepio has already spotted coming from the other direction: a squad of Stormtroopers running toward them. Artoo peeks out from the elevator.

LANDO
Come on, let's move!

Leia and Chewbacca start firing at the troopers as Lando makes a break for the elevator. Laser bolts continue to explode around the Princess and the Wookiee, but they refuse to budge. Lando sticks his head out of the elevator and motions for the pair to run. But they barely notice. They seem possessed, transported, as all the frustration of captivity and anger of loss pour out through their death-dealing weapons. Threepio, at the center of all this, is frantic.

THREEPIO
Artoo, help me! How did I get into this? ... What a fate worse than death it is to be strapped to the back of a Wookiee!

LANDO
Get in here! Hurry up! hurry up!

Leia and Chewbacca move through the rain of laserfire toward the elevator. Once they're inside the door slams shut and the Stormtroopers race forward.

S391 INT CARBON-FREEZING CHAMBER - CLOUD CITY - BESPIN S391

Luke and Vader are locked in combat on the platform overlooking the chamber. The swords clash, the platform sways. Luke is aggressively driving Vader back. Vader is using defensive tactics.

VADER
The fear does not reach you. You have learned more than I anticipated.

S391 CONTINUED S391

LUKE
You'll find I'm full of surprises.

VADER
And I too.

Vader maks two quick moves and Luke's sword is hooked out of his hands and goes flying away. Another lightning move at the feet of Luke causes him to jump back to protect himself and Luke rolls down the stairs to the circular carbon-freezing platform. He is sprawled on the floor, quite surprised and shaken. He looks up in time to see Vader, like a giant black bird, flying right at him. Luke rolls away as Vader lands. Luke is crouching, never taking his eyes off Vader.

VADER
Your future lies with me, Skywalker. Now you will embrace the dark side. Obi-wan knew this to be true.

LUKE
No!

VADER
There is much Obi-wan did not tell you ... Come, I will complete your training.

In back of Luke the hyrdaulic elevator cover has opened up noiselessly as Luke is slowly, cautiously retreating.

LUKE
I'll die first.

VADER
That won't be necessary.

Vader attacks so forefully that Luke loses his balance and falls back into the opening. There is a rumble and freezing steam rises to obscure Vader's vision. Vader turns aside and deactivates his sword.

VADER
All too easy. Perhaps you are not as strong as The Emperor thought.

In back of Vader, seen thru steam, something blurs upwards. Liquid metal begins to pour into the pit.

LUKE (OS)
Time will tell ...

S391 CONTINUED S391

Vader turns back, looks around, then looks up. He sees Luke. Luke has leapt fifteen feet straight up and is now hanging from some hoses on the carbonite outlet.

VADER
Impressive .... your agility is impressive.

Luke jumps down to the platform. The steaming carbonite pit separates him from Vader. Luke raises his hand and his sword, which has fallen on another part of the platform, swiftly jumps into his out-stretched hand and flashes on. Vader immediately ignites his sword.

VADER
Ben has taught you well. You have controlled your fear ... now release your anger ... I destroyed your family ... Take your revenge ...

Luke is more cautious. He is controlling his anger. Luke begins to retreat as Vader goads him on. Luke is now taking a defensive position. He is fighting an inner battle. He realizes he has been foolhardy. A quick sword exchange and Luke forces Vader back. Another exchange and Vader retreats. Luke is pressing.

VADER
Your hatred can give you the power to destroy me ... use it.

But Luke now realizes the enormous power of the enemy he is up against. He has become cautious.

LUKE
(almost to himself)
I will not become a slave to the dark side of The Force.

Vader retreats ... Luke swings his sword. Vader blocks it but loses his balance and falls into the outer rim of pipes. The energy Luke had used on stopping Vader has brought him to the point of collapse. Luke moves to the edge and looks down - no sign of Vader. Luke deactivates his sword, hooks it on his belt and lowers himself into the pit.

T391 OMIT OMIT T391

U391 INT CONTROL ROOM - MAINTENANCE ROOM AND REACTOR CONTROL ROOM - CLOUD CITY U391

Cautiously, Luke moves towards the bright opening. There, silhouetted against a large window is Vader. He stands motionless, waiting. Luke turns on his sword and moves into the room. Vader makes no move to activate his sword or to defend himself.

VADER
Attack ... destroy me.

Luke hesitates, confused.

VADER
Only by taking your revenge can you save yourself...

There is a battle going on inside Luke. He is transfixed. Luke makes a decision. He raises his sword in his two hands. He is going to kill Vader with one mighty blow. In back of Luke a large piece of machinery detaches itself from the wall and comes smashing forward towards Luke's back. Luke turns and cuts it in half. Another machine comes hurtling at him. He manages to deflect it using The Force. The machine acts as if it hit an invisable shield and bounces off. A large pipe detaches and comes flying at Luke. He deflects it. Wires pull out of the walls, sparking and begin to whip at Luke. Small tools and such come flying at him. Luke is bombarded from all sides, doing his best to deflect them but getting bloodied and bruised. Finally one machine glances off Luke and goes flying out the large window. A fierce wind blows into the room whipping everything around; the noise is horrendous. In the center of the room, unmoving, stands the dark rock-like figure of Vader.

VADER
You are beaten, it is useless to resist ... You will join me or you will join Obi-wan in death!

A piece of machine hits Luke and he is knocked out of the window.

391-397 OMIT OMIT 391-397

398 INT GANTRY - OUTSIDE CONTROL ROOM - REACTOR SHAFT 398

LONG SHOT Luke falls onto Gantry, rolls and hangs over the edge, sword in hand, (deactivated).

398 CONTINUED 398

MCU high angle - looking down. Luke hangs with legs over the endless abyss. He puts his sword on his belt and begins to scramble up.
E.L.S. - The entire shaft as Vader comes walking towards Luke.

ADDRESS SYSTEM
(echoing madly)
Fugitives heading toward Platform 327. Secure all transports. All security forces on alert.

M.S. - As Vader approaches Luke.

VADER
Your friends will never escape and neither will you.

As Vader approaches, Luke raises his sword and is on his guard.

VADER
You are beaten ... It is useless to resist.

Luke answers by lunging at Vader so viciously that he nicks Vader on the shoulder. The black armour sparks and smokes and Vader seems to be hurt, but recovers.

VADER
Don't let yourself be destroyed as Obi-wan did.

Luke is breathing hard but the mention of Ben has a curious effect on him.

LUKE
(to himself)
Calm - be calm.

Luke is still backing off along the Gantry as Vader comes at him.

399 INT CORRIDOR LEADING TO LANDING PLATFORM - CLOUD CITY 399

Leia, Lando, Chewie and the droids come round a corner and head for the door to the landing platform. In the background the Millennium Falcon can be seen for a moment before the door slams shut. The group duck into an alcove as Stormtroopers arrive at the end of the corridor and start firing. A rain of laser bolts steam past and explode around them. Chewie blasts away at the Stormtroopers as Leia punches desperately at the door's control panel.

399 CONTINUED 399

THREEPIO
Artoo! The control panel. You can override the alert system.

Threepio points to a computer socket on the control panel. Artoo beeps and scoots off. Lando meanwhile has connected up to the panel's intercom.

LANDO
This is Calrissian. The Empire is taking control of the city. I advise you to leave before more Imperial Troops arrive ...

Artoo is just finishing taking off a connector cover. He sticks his computer arm into the socket ...

ARTOO
A short beep turns into a wild scream.

Artoo's circuits light up, his head spins around wildly and he begins to smoke. Lando pulls him away.

ARTOO
(cooling off)
Lets out a few wilted beeps.

THREEPIO
Well, next time you pay more attention. I'm not supposed to know power sockets from computer feeds, I'm an interpreter ...

LEIA
(firing at the Stormtroopers)
Anybody else got any ideas?

LANDO
C'mon, we'll try another way.

400 INT GANTRY - END OF POD - REACTOR SHAFT - BESPIN 400

E.L.S. The wind is rising, wiping out the sound of the swords clashing. Medium shot. Luke makes a quick move around the instrument

400 CONTINUED 400

complex attached to the end of the pod. Vader's sword comes slashing down cutting the complex loose; it begins to fall, then is picked up by the wind and is blown upwards. Luke glances off at the instrument complex floating away ... at that instant Vader's sword comes down across Luke's forearm, cutting it. The sword flies out of Luke's hand, as Luke, feeling extreme pain, squeezes his forearm under his left armpit and moves back along the gantry to its extreme end. Vader follows. The wind subsides. Luke holds on. There is nowhere else to go.

VADER
There is no escape ... don't make me destroy you. The Emperor is strong with The Force - but The Force runs strong in the Skywalker line and together we will overthrow him. I will complete your training and we will rule the Empire as equals ...

Vader puts his sword away. He holds out his hand to Luke.

LUKE
No!

VADER
Luke, we will be the most powerful in the Galaxy. You will have everything you could ever want ... do not resist ... it is our destiny.

A calm comes over Luke, and he makes a decision. He steps off the platform into space and falls. The Dark Lord looks over the platform and sees Luke falling far below. The wind begins to blow at Vader's cape and the torrent finally forces him back, away from the edge. He looks out and sees Luke floating upward past him with the force of the wind. The wind begins to fade and the wounded Jedi begins to fall fast, unable to grab onto anything along the wall.

401 INT SHAFT - EXHAUST PIPE 401

Suddenly, Luke is sucked into an exhaust pipe in the side of the shaft. Vader sees this. He turns and hurries off the platform.

402 INT EXHAUST PIPE 402

TRUCKING FULL SHOT as Luke tumbles through the exhaust pipe.

403 INT EXHAUST PIPE - BOTTOM OF CLOUD CITY - DUSK 403

Luke comes sliding to the end of the slickly polished exhaust pipe and stops as his feet hit a circular grill and knock it open. Luke claws at the surface of the pipe trying to keep from sliding out into space.

LUKE
Ben ... Ben, help me.

He slides another foot closer to the opening.

404 OMIT OMIT 404

405 INT CORRIDOR - CLOUD CITY 405

Cloud City residents are trying to get out of the city. Chaos. Some are carrying boxes, packages - they run, change direction, some are shooting at Stormtroopers - who come running into shot - everyone disperses. The Stormtroopers are after Lando and Leia. Chewie, Leia and Lando are firing at them. Artoo in the background is working another door to the landing platform while Threepio is berating him for his ineptitude.

ARTOO
Beeps.

THREEPIO
What are you talking about? We're not interested in the hyperdrive on the Millennium Falcon, it's fixed. Just tell the computer to open the door.

Chewie, Leia and Lando retreat along the corridor. A beep from Artoo and the door snaps open.

THREEPIO
Artoo, you did it! I never doubted you for a second ...

LANDO
Hurry or we'll never make it.

Artoo lays down a cloud of fog, obscuring everything, as the group dashes outside.

406 EXT LANDING PLATFORM - CLOUD CITY - DUSK 406

The group races for the Millennium Falcon as many Stormtroopers reach the main door. Lando and Leia hold off the troops as the droids get on board with Chewie.

T408 EXT BOTTOM OF CLOUD CITY - NEAR EXHAUST PIPE T408

LUKE
Leia hear me, Leia.

There is an ominous CRACKING sound from the base of the weather vane and a piece breaks off, falling into the clouds far below. A rush of air is constantly blowing at Luke from the pipe.

408 OMIT OMIT 408

S409 OMIT OMIT S409

409 OMIT OMIT 409

410 OMIT OMIT 410

411 OMIT OMIT 411

412 OMIT OMIT 412

S413 OMIT OMIT S413

413 INT COCKPIT - MILLENNIUM FALCON - CLOUDS - POV 413

OVER THE SHOULDER POV of clouds through cockpit window in Millennium Falcon. Leia seems to be lost in a fog, her expression troubled. Chewie is busy operating the ship. Lando stands next to the Wookiee watching a readout on the control panel.

LANDO
(to Chewie)
It looks like three fighters. We can out distance them easily. I knew that set-up was too good to last ... I'm going to miss it.

LEIA
Luke?

LANDO
What?

LEIA
We've gotta go back. Chewie, head for the bottom of the city.

406 CONTINUED 406

Chewie starts up the ship. The giant engines start to whine as Lando and Leia race up the ramp under a hail of lazer fire.

S407 INT EXHAUST PIPE - BOTTOM OF CLOUD CITY S407

Luke is starting to slide and finally falls out of the pipe into space.

T407 EXT BOTTOM OF CLOUD CITY T407

Luke comes falling out of the pipe and he grabs onto an electronic weather vane.

V407 INT COCKPIT - MILLENNIUM FALCON V407

Chewie works with the controls as Leia sits in Han's seat and Lando watches over their shoulder. Chewie pulls back on the throttle. The ship begins to move, (clouds move past window).

U407 EXT LANDING PLATFORM - CLOUD CITY U407

FULL SHOT - The Millennium Falcon lifts gracefully into the twilight sky and roars away past the camera. Troops fire after it.

407 EXT BOTTOM OF CITY - EXHAUST PIPE - DUSK 407

MEDIUM SHOT - Luke hanging on weather vane on bottom of city. He has attained a better position on the weather vane and managed to hook one of his legs around the fragile instrument. Air rushes past him from the pipe.

LUKE
Ben ... Ben.

S408 EXT LANDING PLATFORM - CLOUD CITY S408

Vader enters the landing platform and watches the speck that is the Falcon disappearing. The wind blows at his cape. Suddenly he looks down at the surface of the landing platform and slowly looks up thinking.

VADER
(to himself)
Ben can not help you now, my young Jedi!

He turns to two Aides who are standing a distance away, near the entrance to the landing platform.

VADER
Bring my ship in!

He exits.

413 CONTINUED 413

LANDO
Wait a minute. We're not going back there!

CHEWIE
Barks an argument.

LEIA
No argument. Just do it. That's a command!

LANDO
What about those fighters?

CHEWIE
Turns on Lando, the newcomer, with an ominous growl.

LANDO
Okay, okay ...

414 OMIT OMIT 414

415 EXT MILLENNIUM FALCON - CLOUD CITY - BESPIN - DUSK 415

FULL SHOT TRUCKING of the Falcon making a graceful banking turn over camera. Clouds at dusk.

416 EXT MILLENNIUM FALCON - UNDERSIDE CLOUD CITY - DUSK 416

FULL SHOT as Falcon dives to the underside of the floating city. Three TIE fighters are moving towards them; they are still distant.

S417 OMIT OMIT S417

418 EXT BOTTOM OF CITY - EXHAUST PIPE - DUSK 418

FULL SHOT - Luke on weather vane. He is almost unconscious, as his body shifts, the weather vane breaks, sending Luke tumbling.

S419 INT COCKPIT - MILLENNIUM FALCON - POV S419

POV out Falcon cockpit window as Luke falls from the bottom of the city.

419 INT COCKPIT - CLOUD CITY UNDERSIDE - DUSK 419

Leia tries to remain calm.

LANDO
Look ... someone's falling ...

LEIA
Get under him, Chewie ... it's Luke.

420 OMIT OMIT 420

421 OMIT OMIT 421

S422 INT COCKPIT - MILLENNIUM FALCON S422

(Over shoulder Leia and Chewie out cockpit window). Luke falling ... the ship is gaining on him. Leia turns to Lando.

LEIA
Lando ... open the top hatch ...

Lando rushes out of the cockpit.

422 INT COCKPIT - MILLENNIUM FALCON - CLOUD CITY - DUSK 42

CLOSER POV out cockpit window of Luke getting bigger as the Falcon closes on him, until his falling body skims the cockpit window and we near it land with a thud on the outside hull of the ship.

S423 EXT TIE FIGHTERS S42

The three TIE Fighters race to camera firing away.

423 INT MILLENNIUM FALCON HATCH - CLOUD CITY - DUSK 42

The hatch pops open with a hiss of pressure. Lando reaches out to help the battered warrior inside the ship. Suddenly, there is a huge explosion near the ship, causing it to lurch wildly. Luke is almost thrown overboard, but Lando grabs his hand in time.

424 INT COCKPIT - MILLENNIUM FALCON - CLOUD CITY - POV 424

OVER THE SHOULDER POV - Clouds and flak burst as the Falcon banks away from the city. Leia and Chewie struggle with the controls.

425 EXT UNDERSIDE OF CLOUD CITY - DUSK 425

The Falcon races over camera and away, followed by the three TIE Fighters firing on the Falcon as they speed in pursuit.

S426 OMIT OMIT S426

426 INT COCKPIT MILLENNIUM FALCON - CLOUD CITY - DUSK 426

Explosions begin to erupt all around the cockpit, buffeting the ship wildly. Chewie howls as he frantically tries to control the ship. Leia speaks into the com-line.

LEIA
Lando, is he alright? ... Lando? Do you hear me? How's Luke?

LUKE (OS)
He'll survive.

Leia and Chewie turn to see the bloody and battered Jedi, supported by Lando. Lando has wrapped a blanket around him. Leia jumps up and gives him a giant hug.

CHEWIE
Barks happily.

A huge flak burst rocks the ship.

427 EXT MILLENNIUM FALCON - SPACE - PLANET BESPIN 427

FULL SHOT - The Falcon speeds away from the planet and over camera followed by the three fighters firing.

(S409) INT MILLENNIUM FALCON - HOLD (S409)

Artoo is connecting some wires to Threepio who now has his leg attached. Artoo is beeping while he works.

THREEPIO
Very good ... good as new ...

(S409) CONTINUED (S409)

Artoo starts beeping.

THREEPIO
No ... Artoo, don't worry, I'm sure we'll make it this time.

428 OMIT OMIT 428

429 INT COCKPIT - MILLENNIUM FALCON - SPACE 429

Lights flash and muted alarm BUZZERS sound. Lando sits in the pilots seat next to Chewie. Leia looks over their shoulders. Luke sits quietly behind them.

LANDO
The deflector shields are going.

Chewie nods and barks a new concern. Leia notices a new blip on the radar scope of the control panel.

LEIA
There's another ship, much bigger trying to cut us off.

Luke looks out the side window to the starry sky. He knows who it is and he knows who he's after.

LUKE
(almost to himself)
It's Vader

Luke is beaten, he's still afraid to face the truth.

S429 EXT SPACE S429

Exterior Vader's huge Starship looms toward the camera from the distance.

T429 INT BRIDGE VADER'S STAR DESTROYER T429

Vader stands on the bridge looking out the window. Admiral Piett approaches him.

PIETT
They'll be in range of the tractor beam in moments.

VADER
And their hyperdrive is deactivated?

T429 CONTINUED T429

PIETT
Right after they were captured, Sir.

VADER
Good, prepare the boarding party and set your weapons for stun.

U429 EXT SPACE U429

The Falcon followed by the three TIE Fighters race over camera and away.

V429 INT COCKPIT - MILLENNIUM FALCON V429

LEIA
We don't have any room for mistakes.

LANDO
If my men said they fixed this baby, they fixed it ... we've got nothing to worry about...

LEIA
... sounds familiar.

Another explosion rocks the ship. A green light goes on the panel next to her.

LEIA
The coordinates are set, Chewie. It's now or never.

CHEWIE
Barks his agreement.

LANDO
Punch it!

The Wookiee shrugs and pulls back on the lightspeed throttle. The sound of the ion engine changes ... its winding up - expectant tense faces ... then it cuts out. Chewie lets out a frustrated howl. The flak is rocking the ship violently.

S430 EXT SPACE S430

In the distance the TIE Fighters chase the Falcon left to right, shooting lasers. In the foreground Vader's ship looms into frame heading toward the tiny ships trying to cut them off.

T430 INT BRIDGE VADER'S SHIP T430

LONG SHOT on Vader's back as he stands on the bridge. He can see the Millennium Falcon being chased by the TIE Fighters as he gains on them. Move in to a close shot of his face, his breathing gets slightly faster.

U430 INT COCKPIT - MILLENNIUM FALCON U430

Close on Luke's face as he realizes Vader's ship is very near. He seems resigned to his fate. He is beaten, more emotionally than physically.

LUKE
(to himself)
Ben, (why didn't you tell me?)

Lando is furious. He is muttering to himself as he is buffeted by the flak. Chewie races out of the cockpit as Leia takes his place in the co-pilots seat.

V430 OMIT OMIT V430

W430 OMIT OMIT W430

X430 OMIT OMIT X430

Y430 OMIT OMIT Y430

Z430 EXT SPACE Z430

The Falcon races over camera followed closely by the firing TIE Fighters and edging in from the side is the huge Star Destroyer.

430 INT HOLD MILLENNIUM FALCON 430

Artoo is working on Threepio as Chewie rushes in and starts to work. Artoo is beeping away very concerned.

THREEPIO
I said we're doomed! The lightspeed engines are malfunctioning again.

Artoo beeps.

THREEPIO (Continued)
How could you know what's wrong? Ouch, mind my foot and stop your chattering on so.

430 CONTINUED 430

LANDO (OS intercom)
Chewie ... check the secondary deviation controls.

Chewie is in the pit. He is trying to loosen something with an enormous wrench ... frustrated ... he uses the wrench like a club and hits the panel ...

S431 INT COCKPIT - MILLENNIUM FALCON S431

Lando, in front of the control panel, is sprayed by a shower of sparks. Leia is sitting in Chewie's seat trying to help. Luke is almost unconscious with pain and depression. He is defeated.

LUKE
(to himself)
I won't be able to resist him.

V431 EXT SPACE V431

The Falcon races toward camera followed very closely by the TIE Fighters and the huge Imperial Star Destroyer. The Falcon roars over camera.

T431 INT HOLD MILLENNIUM FALCON T431

Artoo races to a control panel and starts working on a circuit board. Threepio is furious in the background, standing on one leg, yelling. Artoo turns something. Flashing lights and new sounds. The ship tilts up and Artoo shoots into the pit on top of Chewie.

U431 OMIT OMIT U431

431 INT COCKPIT - MILLENNIUM FALCON 431

POV out of windscreen over Lando and Leia. Lando is standing near the control panel and tumbles out of shot as the Millennium Falcon shoots into hyperdrive.

LANDO (OS as he tumbles)
We did it!

The stars streak outside the cockpit window.

U432 EXT SPACE U432

The Falcon speeds away to infinity as the huge Star Destroyer moves into frame.

S432 INT BRIDGE VADER'S STAR DESTROYER S432

Admiral Piett and another captain look to Vader in terror. Vader in medium long shot, move in to tight shot. He turns slowly and walks off the bridge, his hands behind his back in a contemplative gesture.

T432 LONG SHOT SPACE - THE FLEET - STAR CRUISER T432

The Millennium Falcon is attached to a huge Rebel Cruiser by a docking tube. A large red star is nearby.

432 INT MEDICAL CENTER - STAR CRUISER 432

Leia, (now in a white dress similar to the high necked one in the first film, with her hair in braided buns) Threepio and Artoo are watching Luke being worked on by a Medical Droid.

Luke is seated. His arm resting elbow on a table with his hand in the air. The Medical Droid is placing a soft metalized type of bandage around the nasty scar on Luke's arm. As the droid works at attaching and adjusting a tiny electronic unit onto the strip ... Luke is moving his hand, making a fist and relaxing.

Artoo, Threepio and Leia are interested in what is being done. The intercom sounds over a loud speaker.

LANDO (VO)
Luke ... we're ready for take-off ...

433 OMIT OMIT 433

434 INT COCKPIT - MILLENNIUM FALCON 434

Lando is in the pilot's seat talking into the com-link. In the background Chewie is throwing switches and getting ready for take-off.

LUKE
I'll see you on Tatooin ...

LANDO
Don't worry Leia, we'll find Han.

Chewie moves to the com-link.

435 INT MEDICAL CENTER - STAR CRUISER 435

Chewie's bark comes over the intercom ...

LUKE
Take care my friends. May The Force Be With You.

MUSIC COMES UP

Leia walks to the big round window, in the background. A large red star is out the window past the hull of the ship with one small planet (giving the effect of a pale sunset in space). CLOSE-UP Luke looks at Leia. He understands what she is feeling. Push in to Leia at the window as Luke goes to her and the two robots move in on either side. They watch the Millennium Falcon move into view, make a turn and shoot away through the remains of the rebel fleet. There is a new bond between them, a new understanding. Leia is thinking about Han, Luke is thinking about his uncertain and newly complicated future. He puts his right arm around her. Hold on a full shot tabloid of Luke, Leia and robots with their backs to us as they look out the window at the romantic red star in the distance. (Shot reminiscent of the end shot in first film).

THE END